



GRASIM INDUSTRIES LIMITED

CIN: L17124MP1947PLC000410

Registered Office: P.O. Birlagram, Nagda-456 331, Dist. Ujjain (M.P.), India

Tel. No.: 07366-246766

Corporate Office: Aditya Birla Centre, 'A' Wing, 2nd Floor, S.K. Ahire Marg, Worli, Mumbai - 400030, Maharashtra, India

Tel. No.: +91 22 6652 5000 / 2499 5000

E-mail: grasim.secretarial@adityabirla.com **Website:** www.grasim.com

NOTICE OF THE 78TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 78th Annual General Meeting ('AGM') of the Members of **GRASIM INDUSTRIES LIMITED** ('the Company') will be held on **Tuesday, 26th August 2025 at 11.30 a.m. (IST)** through Video Conferencing ('VC')/Other Audio- Visual Means ('OAVM'), to transact the following businesses.

ORDINARY BUSINESS:

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2025, and the Reports of the Board of Directors' and Auditors' thereon

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

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2025 and the Reports of the Board of Directors' and Auditors' thereon as circulated to the Members, be and are hereby received, considered and adopted."

2. Declaration of Dividend

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

"RESOLVED THAT dividend at the rate of ₹ 10/- (Rupees ten only) per equity share of ₹ 2/- each (on fully paid-up equity shares and partly paid-up equity shares in proportion to their share in the paid-up equity share capital), as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31st March 2025."

3. Retirement by rotation of Ms. Ananyashree Birla (DIN: 06625036)

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Ms. Ananyashree Birla (DIN: 06625036), who retires by rotation at this Annual General Meeting and, being eligible, offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

4. Retirement by rotation of Mr. Aryaman Vikram Birla (DIN: 08456879)

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

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Mr. Aryaman Vikram Birla (DIN: 08456879), who retires by rotation at this Annual General Meeting and, being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

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SPECIAL BUSINESS:

5. Appointment of Secretarial Auditor

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

"RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the proposed appointment of M/s. Makarand M. Joshi & Co., Company Secretaries (Firm Registration Number - P2009MH007000) as recommended by the Audit Committee and approved by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution), as the Secretarial Auditor of the Company for term of five consecutive years commencing from FY 2025-26 till FY 2029-30, be and is hereby approved, at such remuneration, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor.

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

6. Ratification of the remuneration of Cost Auditor for the financial year 2025-26

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 28 lakh (Rupees twenty eight lakh only) plus applicable taxes and reimbursement of out-of-pocket expenses, as recommended by the Audit Committee and approved by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed

to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution), be paid to M/s. D. C. Dave & Co., Cost Accountants, Mumbai (Registration No. 000611), for conducting audit of the cost accounting records of the Company for the financial year ending 31st March 2026, be and is hereby ratified.

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

7. Continuation of Mr. Yazdi Piroj Dandiwala (DIN: 01055000) as an Independent Director of the Company who will attain the age of 75 years

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

"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof, for the time being in force), and based on the recommendation made by the Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution), approval of the Members of the Company be and is hereby accorded for continuation of Mr. Yazdi Piroj Dandiwala (DIN: 01055000), who will attain the age of 75 (Seventy Five) years in November 2025, as an Independent Director of the Company till his current tenure of appointment which ends on 5th February 2028, not liable to retire by rotation.

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

By Order of the Board of Directors
For **Grasim Industries Limited**

Place: Mumbai
Date: 22nd May 2025

Sailesh Kumar Daga
Company Secretary
Membership No.: F4164

NOTES FOR MEMBERS' ATTENTION:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), in respect of item Nos. 5 to 7 in the Notice of the 78th Annual General Meeting ('AGM' or 'Meeting'), is annexed hereto. The Board of Directors ('the Board') have considered and decided to include item Nos. 5 to 7 as Special Business as they are unavoidable in nature. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Secretarial Standards on General Meetings, in respect of the Directors seeking appointment / re-appointment at the AGM is furnished as Annexure to this Notice.
2. Meeting through VC/OAVM: Ministry of Corporate Affairs ('MCA') vide its Circular No. 09/2024 dated 19th September 2024 (In continuation with the Circulars issued earlier in this regard) ('MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 (collectively as 'MCA and SEBI Circulars' or 'the Circulars') has allowed conducting AGM through Video Conferencing (VC) or Other Audio-Visual Means ('OAVM') without the physical presence of Members at a common venue till 30th September 2025. The MCA Circulars prescribe the procedures and manner of conducting the AGM through VC/OAVM. In compliance with the applicable provisions of the Act and MCA Circulars, the AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.
3. Members who are shareholders as on Tuesday, 19th August 2025, ('cut-off date') can join the AGM 30 minutes before the commencement of the AGM i.e. at 11.00 A.M. and till the time of the conclusion of the Meeting by following the procedure mentioned in this Notice.

The attendance through VC/OAVM is restricted and hence members will be allowed on first come first serve basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first serve basis.

Members attending the Meeting through VC/OAVM will be counted for the purposes of quorum under Section 103 of the Act.

4. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at Birlagram, Nagda - 456 331, District Ujjain (Madhya Pradesh), India, which shall be deemed venue of the AGM. The route map for the venue of the AGM is therefore not annexed to this Notice.
5. Since this AGM is being held through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting through Board / Governing body resolution / Authorisation etc. They are requested to email certified copy of the Board / Governing body resolution / Authorisation etc authorising their representatives to attend and vote on their behalf. The documents shall be emailed to evoting@kfinotech.com with the subject line 'Grasim Industries Limited 78th AGM'.
6. KFin Technologies Limited ('KFinTech' / 'RTA'), the Company's Registrar and Transfer Agent will provide the facility for voting through remote e-voting, for participating in the AGM through VC / OAVM and e-voting (Insta-Poll) during the AGM.
7. **Dispatch of Annual Report through electronic mode:** In compliance with the Circulars, Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent only through electronic mode to those Members, whose e-mail IDs are registered with KFinTech/Depositories. Members may note that the Notice and the Annual Report for the financial year 2024-25 are available on the following websites:

Sr. No.	Particulars	Website
1.	Grasim Industries Limited	www.grasim.com
2.	BSE Limited	www.bseindia.com
3.	National Stock Exchange of India Limited	www.nseindia.com
4.	KFinTech	https://evoting.kfinotech.com

Notice (Contd.)

The Audited Accounts of the Company's subsidiaries are available on the Company's website at <https://www.grasim.com/investors/results-reports-and-presentations>.

Members who have still not registered / updated their e-mail IDs are requested to register/ update at the earliest:

- a) Members holding shares in physical mode and who have not registered / updated their e-mail IDs with the Company are requested to register / update their e-mail IDs by sending duly filled in Form ISR-1 (Form for registering PAN, KYC details or changes / updation thereof) to KFinTech at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India — 500 032. Form ISR-1 is available on the website of the Company at <https://www.grasim.com/investors/investors-forms>
- b) Members holding shares in electronic mode are requested to register / update their e-mail IDs with the relevant Depository Participants.

We urge Members to support this Green Initiative effort of the Company and get their email IDs registered.

A letter containing a weblink, path and QR code for accessing the Notice and Integrated Annual Report for the financial year 2024-25 will be dispatched to those shareholders who have not registered their email ID with the Company/ Depositories/RTA.

8. Procedure for Inspection of Documents

The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which Directors are interested under Section 189 of the Act and the Certificate from Secretarial Auditor of the Company certifying that the ESOS Schemes of the Company are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the relevant documents referred to in this Notice will be available electronically for inspection by the Members during the AGM.

All documents referred to in this Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice upto the date of the AGM.

Members who seek to inspect such documents can send an e-mail to grasim.secretarial@adityabirla.com

9. Instructions for remote e-Voting and e-Voting (Insta Poll) at the AGM

- I. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide to its Members, the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business may be transacted through e-voting services facilitated by KFinTech.
- II. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- III. The Members who have cast their vote by remote e-Voting prior to the AGM may also join the AGM through VC/OAVM, but shall not be entitled to cast their vote again. A Member can opt for only single mode of voting per e-Voting Event Number ("**EVEN**") i.e. through remote e-Voting or e-Voting at the AGM. If a Member casts vote(s) by both modes, then voting done through remote e-Voting shall prevail and vote(s) cast at the AGM shall be treated as "**INVALID**".
- IV. The Members are requested to cast their vote for both the events if they are holding fully paid up shares (EVEN XXXX) as well as partly paid-up shares (EVEN XXXX). However, if any Member holding either of the shares i.e. fully paid-up or partly paid-up, they are requested to cast their vote under the respective Event only.
- V. The remote e-Voting period commences on Thursday, 21st August 2025 (9.00 a.m. IST) and ends on Monday, 25th August 2025 (5.00 p.m. IST). During this period, a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date, shall be

entitled to avail the facility of remote e-Voting as well as voting at the AGM. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only. The remote e-Voting module will be disabled by KFinTech for voting thereafter. Once the vote on a resolution is cast by the Member, he / she will not be allowed to change it subsequently.

- VI. Mr. Dilip Bharadiya, (FCS 7956 & C.P. No. 6740), Partner, Dilip Bharadiya & Associates, Company Secretaries failing him Mrs. Kumudini Bhalariao (FCS 6667 & C.P. No. 6690), Partner, M/s Makarand M. Joshi & Co., Practicing Company Secretaries and failing her Mr. Makarand M. Joshi, (FCS 5533 & C.P. No. 3662) Partner M/s Makarand M. Joshi & Co., Practicing Company Secretaries has been appointed by the Board of Directors as the Scrutinisers to scrutinise the e-Voting (Insta Poll) during the AGM and remote e-Voting process in a fair and transparent manner.

The process and manner for remote e-Voting is as under:

- VII. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 in relation to "e-Voting facility provided by the Listed Companies", the Members are provided with the facility to cast their vote electronically, through the remote e-Voting services provided by KFinTech, on all the resolutions set forth in this Notice of the 78th AGM.
- VIII. Pursuant to the aforesaid SEBI circular dated 9th December 2020 on "e-Voting facility provided by the 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 / DPs in order to increase the efficiency of the voting process.

- IX. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting Service Provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access the e-Voting facility.
- X. Any person holding shares in physical form and non-individual Members, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@kfintech.com. However, if he / she is already registered with KFinTech for remote e-Voting then he / she can use his / her existing User ID and password for casting the vote.
- XI. The process and manner for remote e-Voting and joining and voting at the 78th AGM are explained below:
- I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
 - II. Access to KFinTech e-Voting system in case of Members holding shares in physical and non-individual Members in demat mode.
 - III. Access to join the 78th AGM on KFinTech system and to participate and vote thereat.

Notice (Contd.)

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode:

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	<p>A) Existing Internet-based Demat Account Statement ("IDeAS") facility Users:</p> <ol style="list-style-type: none"> Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user ID and password. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed. Click on Company name i.e. 'Grasim Industries Limited' or e-voting service provider ('ESP') i.e. KFinTech. Members will be re-directed to KFinTech's website for casting their vote during the remote e-voting period and voting during the AGM. <p>B) Users not registered under IDeAS e-Services:</p> <ol style="list-style-type: none"> Visit https://eservices.nsdl.com for registering. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. Proceed with completing the required field for registration. After successful registration, please follow steps given in point A above. <p>C) By visiting the e-voting website of NSDL:</p> <ol style="list-style-type: none"> Visit the e-voting website of NSDL https://www.evoting.nsdl.com/. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder / Member' section. A new screen will open. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a Verification Code as shown on the screen. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. Click on company name i.e. 'Grasim Industries Limited' or ESP name i.e. KFinTech after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period and voting during the AGM. Members can also download the NSDL Mobile App "NSDL Speed-e" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	A) Existing user who have opted for Electronic Access To Securities Information ("Easi / Easiest") facility: <ul style="list-style-type: none"> i) Visit https://web.cdslindia.com/myeasitoken/home/login or www.cdslindia.com ii) Click on New System My Easi. iii) Login to My Easi option under quick login. iv) Login with the registered user ID and password. The system will authenticate the member by sending OTP on registered mobile number and email ID. v) After successful authentication, members are required to click on KFinTech, being e-voting service provider and choose the name of the company to caste their vote.
	B) Users who have not opted for Easi/Easiest: <ul style="list-style-type: none"> i) Visit https://web.cdslindia.com/myeasi/Registration/EasiRegistration for registering. ii) Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii) After successful registration, please follow the steps given in point no. A above to cast your vote.
	C) By visiting the e-voting website of CDSL: <ul style="list-style-type: none"> i) Visit www.cdslindia.com ii) Provide demat Account Number and PAN iii) System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. iv) After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. 'Grasim Industries Limited' or select KFinTech. v) Members will be re-directed to the e-voting page of KFinTech to cast their vote without any further authentication.
Individual Members login through their demat accounts / website of Depository Participant	<ul style="list-style-type: none"> i) Members can also login using the login credentials of their demat account through their DP registered with the NSDL/CDSL for e-voting facility. ii) Once logged-in, Members will be able to view e-voting option. iii) Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv) Click on options available against 'Grasim Industries Limited' or KFinTech. v) Members will be redirected to e-voting website of KFinTech for casting their vote during the remote e-voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

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II. Access to KFinTech e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

(A) Members whose e-mail IDs are registered with the Company/Depository Participant(s), will receive an e-mail from KFinTech which will include details of E-Voting Event Number (EVEN), User ID and password.

They will have to follow the following process:

- I. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- II. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting the vote.
- III. After entering these details appropriately, click on "LOGIN".
- IV. You will now reach 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.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- V. You need to login again with the new credentials.
- VI. On successful login, the system will prompt you to select the "EVEN" i.e. Grasim Industries Limited'- AGM and click on "Submit"

VII. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as on the cut-off date. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

VIII. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

IX. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

X. You may then cast your vote by selecting an appropriate option and click on "Submit".

XI. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

- I. In case e-mail ID of a Member is not registered with the Company / Depository Participant(s), then such Member is requested to register / update their e-mail addresses with the Depository Participant (in case of Shares held in dematerialised form) and with the KfinTech by sending KYC Documents prescribed under SEBI Master circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024 at Kfin Technologies Limited, Unit — Grasim Industries Limited, Selenium Building, Tower-B, Plot No. 31 & 32, Financial District

Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032 or by sending digitally signed documents at einward.ris@kfintech.com (in case of Shares held in physical form).

- II. Upon updation of e-mail ID, shareholders may send a request to einward.ris@kfintech.com for procuring user ID and password for e-voting.
- III. Please follow all steps from (A)(I) to (XI) above to cast your vote by electronic means.

III. Access to join the AGM on KFinTech system and to participate and vote thereat.

Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFinTech. Members may access the same at <https://emeetings.kfintech.com> by using the e-voting login credentials provided in the e-mail received from the Company/KFinTech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the AGM. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

Procedure- for joining the AGM though VC/OAVM

- I. Members will be able to attend the AGM through VC / OAVM or view the live webcast of the AGM at <https://emeetings.kfintech.com/> by using their remote e-voting login credentials and selecting the 'Event' for Company's AGM.

Members who do not have the User ID and Password for e-voting or have forgotten the User ID and Password may retrieve the same by following the remote e-voting instructions mentioned in this Notice. Further, Members can also use the OTP based login for logging into the e-voting system.

- II. Facility for joining the AGM through VC/OAVM shall open at least 30 minutes before the commencement of the Meeting and shall be kept open throughout the AGM.
- III. Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome

(preferred browser), Safari, Microsoft Edge, Mozilla Firefox 22.

- IV. Members are required to grant access to the webcam to enable VC/OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- V. Facility of joining the AGM through VC/ OAVM shall be available on first come first serve basis.
- VI. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
- VII. Institutional / Corporate Members (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned certified true copy (PDF /JPG Format) of its board or governing body resolution or authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The scanned image of the abovementioned documents should be in the name format Corporate Name_ EVENT NO.' The said resolution / authorisation shall be sent to the Scrutiniser by e-mail through its registered e-mail ID address to scrutiniser.grasim@adityabirla.com with a copy marked to evoting@kfintech.com and grasim.secretarial@adityabirla.com

SPEAKER REGISTRATION:

- VIII. Members holding shares as on the cut-off Date and who would like to express their views or ask questions during the 78th AGM may register themselves as speakers by logging on to <https://emeetings.kfintech.com> and clicking on the 'Speaker Registration' option available on the screen after log in. The Speaker Registration will be open from Thursday, 21st August 2025 (9.00 a.m. IST) to Sunday, 24th August 2025 (5.00 p.m. IST). Those Members who are registered as Speakers will only be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of Speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

Notice (Contd.)

- IX. Alternatively, Members may also visit <https://emeetings.kfintech.com> and click on the tab 'Post Your Queries' and post their queries / views / questions in the window provided, by mentioning their name, demat account number/ folio number, e-mail ID and mobile number. The window will be open from Thursday, 21st August 2025 (9.00 a.m. IST) to Sunday, 24th August 2025 (5.00 p.m. IST).
- X. Members seeking any information with regard to the accounts or any matter to be placed at the 78th AGM are requested to write to the Company on or before Sunday, 24th August 2025 through e-mail on grasim.secretarial@adityabirla.com. The same will be replied by the Company suitably.
- III. Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1800 309 4001 or write to them at evoting@kfintech.com.
- IV. Members may send an e-mail request to: evoting@kfintech.com. If the Member is already registered with the KFinTech e-voting platform then such Member can use his / her existing User ID and password for casting the vote through remote e-voting.

10. Information and instructions for e-voting facility (Insta Poll) at AGM

OTHER INSTRUCTIONS

- a. In case of any queries, please visit Help and FAQs section available at KFinTech website <https://evoting.kfintech.com> For any grievances related to e-voting, please contact Mr. Ganesh Patro, Asst. Vice President, Kfin Technologies Limited, Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032 Tollfree No.: 1800 309 4001.
- b. In case a person has become a Member of the Company after dispatch of the AGM Notice but on or before the Cut-off Date for e-voting and all other Members who have not received User ID and Password, he / she may obtain the User ID and Password in the manner as mentioned below:
- I. If the mobile number of the Member is registered against Folio No./ DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
1. Example for NSDL:
MYEPWD <SPACE> IN12345612345678
 2. Example for CDSL:
MYEPWD <SPACE> 1402345612345678
 3. Example for Physical:
MYEPWD <SPACE> XXXX1234567890
- II. If e-mail address or mobile number of the Member is registered against Folio No./DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
- II. The 'Vote Now Thumb sign' on the left-hand corner of the video screen will be activated upon instructions of the Chairman during the AGM proceedings. Members shall click on the same to take them to the "Insta-poll" page and Members shall click on the "Insta-poll" icon to reach the resolution page and follow the instructions to vote on the resolutions.
- III. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting facility (Insta Poll) during the AGM. Members who have already cast their votes by remote e-voting are eligible to attend the AGM. However, those Members are not entitled to cast their vote again at the AGM.

Results of remote e-Voting and e-Voting (Insta Poll) at the 78th AGM

The Scrutiniser after the conclusion of e-voting at the Meeting, will scrutinise the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutiniser's Report and submit the same to the Chairman.

The Scrutiniser's decision on the validity of the vote shall be final. The result of e-voting along with the consolidated Scrutiniser's Report, will be displayed at the Registered Office of the Company and will be placed on the following websites as under:

Particulars	Website
Grasim Industries Limited	www.grasim.com
BSE Limited	www.bseindia.com
National Stock Exchange of India Limited	www.nseindia.com
KFinTech	https://evoting.kfintech.com

11. Book Closure

The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 13th August 2025 to Tuesday, 26th August 2025 (both days inclusive) for the purpose of payment of dividend, if any, approved by the Members.

12. Dividend related Information

- I. The Record date is Tuesday, 12th August 2025 fixed for determining entitlement of Members to dividend for the financial year ended 31st March 2025, if approved at the AGM.
- II. Subject to the provisions of the Act, dividend as recommended by the Board, if approved at the AGM, will be paid subject to deduction of tax at source, wherever applicable, to those Members or their mandates, whose names are registered in the Company's Register of Members:
 - a) as Beneficial Owners as at the end of the business hours on Tuesday, 12th August 2025 as per the lists to be furnished by National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') in respect of the equity shares held in electronic form;
 - b) whose names appear as Members in the Register of Members of the Company in physical form which are maintained with KFinTech on Tuesday, 12th August 2025.

The Company shall make the payment of dividend to those Members directly in their bank accounts whose bank account details are available with the Company or KFinTech or Depositories and those who have given their mandate for receiving dividends directly in their bank accounts through the National Automated Clearing House ('NACH').

- III. In terms of the provisions of the Income Tax Act, 1961 dividend shall be taxable in the hands of Members at applicable rates of tax. A copy of the intimation about the deduction of the tax at source on dividend, which has been sent to

the Members by email dated 11th June 2025, is available on the following weblink: <https://www.grasim.com/investors/tds-on-dividend>

- IV. Members are requested to contact KFinTech for encashing the unclaimed dividend. The detailed dividend history and due dates for transfer to IEPF are available on 'Investor Centre' page on the website of the Company, <https://www.grasim.com/investors/unpaid-and-unclaimed-dividend-iepf>.

SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024, has mandated that with effect from 1st April 2024, dividend to security holders who are holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), bank account details & specimen signature ("KYC") and choice of Nomination. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/may-2024/1715694256793.pdf

13. IEPF related Information

Pursuant to Section 124 and other applicable provisions, if any, of the Act, all dividend remaining unpaid and unclaimed for a period of 7 (seven) consecutive from the date of declaration will be transferred to Investor Education and Protection Fund ('IEPF'), established by the Central Government. Accordingly, unpaid and unclaimed dividend for the FY 2016-17, has been transferred to the IEPF.

In terms of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), equity shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more from the date of declaration will also be transferred to IEPF, operated by the IEPF authority, pursuant to the IEPF rules.

In compliance with the aforesaid rules, the Company has transferred equity shares pertaining to the FY 2016-17 to the IEPF, after providing necessary intimations to the relevant Members. Details of unpaid / unclaimed dividend and equity shares for the FY 2016-17 are uploaded on the website of the Company, as well as that of MCA (IEPF) and can be accessed through the link: www.iepf.gov.in. No claim shall lie against the Company in respect of unclaimed dividend amount and equity shares transferred to the IEPF, pursuant to the IEPF Rules.

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Members can, however, claim both the unclaimed dividend amount and the equity shares from the IEPF Authority by making application in the manner provided in the IEPF rules. Members, who have so far not encashed the dividend warrant(s) for the FY 2017-18, are requested to make their claims to the Company's RTA on or before 30th September 2025, failing which the unpaid / unclaimed dividend and the equity shares relating thereto for the FY 2017-18 will be transferred to the IEPF.

The Company is in compliance with the aforesaid IEPF Rules has sent individual notices to those Members whose shares are liable to be transferred to the IEPF and has also published notice in the newspapers. The Company has also uploaded full details of such unclaimed / unpaid dividend and the related shares due for transfer on the website of the Company at <https://www.grasim.com/investors/unpaid-and-unclaimed-dividend-iepf>.

Members are requested to verify the details and lodge their claims with the Company to avoid transfer of dividend and related shares to IEPF.

14. General Information

- I. Members are requested to read the 'Shareholder Information' section of the Annual Report for useful information.
- II. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs, and those holding shares in physical form are requested to submit their PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers to the RTA.
- III. If there is any change in the e-mail address already registered with the Company, Members are requested to immediately notify such change to the Company's RTA, in respect of shares held in physical form, and to their DPs in respect of shares held in electronic form.
- IV. In terms of the amendments to the SEBI Listing Regulations, with effect from 1st April 2019, requests for effecting transfer of securities in

physical form shall not be processed unless the securities are held in dematerialised form with the depository, i.e. NSDL and CDSL. Members are, therefore, requested to demat their physical holding for any further transfer. Members can, however, continue to make request for various services other than transfer for securities held in physical form but the processing will be done in demat form.

- V. Members who hold shares in the dematerialised form and desire a change / correction in the bank account details, should intimate the same to their concerned DPs and not to the Company's RTA. Members are also requested to give the MICR Code of their banks to their DPs. The Company / Company's RTA will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. The said details will be considered as will be furnished by the DPs to the Company.
- VI. Members may utilise the facility extended by the RTA for redressal of queries. Members may visit <http://karisma.kfintech.com> and click on INVESTOR option for query registration through free identity registration process.
- VII. **KPRISM — Mobile service application by KFinTech:**
Members are requested to note that KFinTech has launched a mobile application — KPRISM and website <https://kprism.kfintech.com/signin.aspx> online service to Members. Members can download the mobile application, register themselves (one time) for availing host of services viz., consolidated portfolio view serviced by KFinTech, dividend status and send requests for change of address, change / update bank mandate. Through the mobile application, Members can download annual reports, standard forms and keep track of upcoming general meetings and dividend disbursements. The mobile application is available for download from Android Play Store.
- VIII. Members holding shares in physical form need to ensure that before submitting any service request their folios are KYC compliant. If the folios of

physical security holders are not KYC compliant then the security holders need to comply with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024, without which any investor service requests will not be processed. Members holding shares in electronic form have to approach their DPs for completing the nomination formalities.

- IX. Non-resident Indian Members are requested to inform the Company or RTA or to the concerned DPs, as the case may be, immediately:
- a) the change in the residential status on return to India for permanent settlement.
 - b) the particulars of the NRE Account with a Bank in India, if not furnished earlier.
 - c) Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or KFinTech quoting their Folio number or their Client ID with DP ID, as the case may be.

X. Dispute Resolution Mechanism (SMART ODR)

In order to strengthen the dispute resolution mechanism for all disputes between a listed company and/or registrars & transfer agents and its shareholder(s)/investor(s), SEBI had issued a Standard Operating Procedure ('SOP') vide Circular dated 30th May 2022. As per this Circular, shareholder(s)/investor(s) can opt for Stock Exchange Arbitration Mechanism for resolution of their disputes against the Company or its RTA. Further, SEBI vide Circular dated 31st July 2023 (updated as on 20th December 2023), introduced the Online Dispute Resolution (ODR) Portal. Through this ODR portal, the aggrieved party can initiate the mechanism, after exercising the primary options to resolve its issue, directly with the Company and through the SEBI Complaint Redress System (SCORES) platform. The Company has complied with the above circulars and the same are available at the website of the Company: <https://www.grasim.com>.

Notice (Contd.)

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') amendment dated 12th December 2024, and other applicable provisions, every listed entity shall on the basis of recommendation of Board of Directors ('the Board') appoint or re-appoint a Secretarial Audit firm for not more than two terms of five consecutive years, with the approval of its shareholders in its Annual General meeting ('AGM') w.e.f. 1st April 2025.

M/s. Makarand M. Joshi & Co. ('MMJC') is a leading firm of practicing Company Secretaries with over 25 years of experience in delivering comprehensive professional services across Corporate Laws, Securities and Exchange Board of India Regulations and FEMA Regulations. Their expertise includes conducting Secretarial Audits, Due Diligence Audits, Compliance Audits etc.

MMJC is eligible for appointment for a period of five years and on the basis of recommendations of the Audit Committee, the Board of Directors, at its meeting held on 22nd May, 2025, approved the appointment of MMJC as secretarial auditors of the Company to hold office for a term of five consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30. The appointment is subject to approval of the shareholders of the Company.

MMJC has given their consent to act as secretarial auditors of the company and confirmed that their aforesaid appointment (if approved) would be within the limits specified by Institute of Company Secretaries of India. Furthermore, in terms of the amended regulations, MMJC has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate.

The proposed remuneration in connection with the secretarial audit shall be ₹ 5,50,000/- (Rupees Five lakh fifty thousand only) plus applicable taxes and other out-of-pocket expenses for FY 2026, and for subsequent year(s) of their term, such fees as may be mutually agreed between the Board of Directors and MMJC. In addition to the secretarial audit, MMJC shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors.

The proposed remuneration is consistent with those charged to comparable clients, taking into consideration scope and complexity of the work as well as the specific compliance requirements. Further, the enhanced regulatory horizon and obligations have been considered while arriving at fees.

Accordingly, consent of the Members is sought for passing the resolution as set out in Item No. 5 of this Notice for appointment of Secretarial Auditor and to fix their remuneration.

The Board recommends the Ordinary Resolution set out at Item No. 5 of this Notice for the approval by the Members.

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

Item No. 6

The Company has manufacturing units of diversified businesses at various locations across the country. The cost records of these units of the Company are required to be audited by the Cost Auditor.

Based on the location of the units, market trend and current industry practices, the Audit Committee reviews the proposal for appointment and remuneration payable to Cost Auditor and recommends the same to the Board of Directors of the Company ('the Board') for its approval.

The remuneration of the Cost Auditor is being determined in consensus with the Cost Auditor taking into consideration the agreed scope of work for all units, the performance of the Cost Auditor and turnover of the Company.

The Board based on the recommendation of the Audit Committee, had approved the appointment of M/s. D.C. Dave & Co., Cost Accountants, Mumbai (Registration No.000611) to conduct the audit of the cost records of all units of the Company for the financial year ending 31st March 2026, at a remuneration of ₹ 28 lakh (Rupees Twenty Eight lakh only) plus applicable taxes and reimbursement of out-of-pocket expenses.

M/s. D.C. Dave & Co. is one of the leading Cost Accounting and Cost Audit firm in India in practice for over three decades. They provide effective cost accounting

reports and strategic business mentorship. Cost Audit is conducted in line with the standards laid down by the Institute of Cost Accountants of India. M/s. D.C. Dave & Co. has been associated with the Company as its Cost Auditor since FY 2016-17.

In accordance with the provisions of Section 148 of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing the resolution as set out in Item No. 6 of this Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending 31st March 2026.

The Board recommends the Ordinary Resolution set out at Item No. 6 of this Notice for the approval by the Members.

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

Item No. 7

In terms of the Regulation 17(1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) with effect from 1st April 2019, no listed Company shall appoint or continue the appointment of a Non-executive director, who has attained the age of 75 years, unless a special resolution is passed to that effect.

Mr. Yazdi Piroj Dandiwalā (DIN: 01055000) was appointed as an Independent Director of the Company with effect from 6th February 2023 through a resolution passed by Postal Ballot dated 17th February 2023. Mr. Yazdi Piroj Dandiwalā, will attain the age of 75 years in November 2025. Mr. Yazdi Piroj Dandiwalā is in good health and of sound and alert mind. The Board of Directors ('the Board') is confident about him being able to function and discharge his duties in an able and competent manner.

Based on the recommendation of the Nomination and Remuneration Committee and taking in account Mr. Yazdi Piroj Dandiwalā's seniority, expertise and vast experience, which has immensely benefited the Company, the Board considered and approved the continuation of Mr. Yazdi Piroj Dandiwalā as an Independent Director of the Company till his current tenure of appointment which ends on 5th February 2028.

Brief profile of Mr. Yazdi Piroj Dandiwalā

Mr. Yazdi Piroj Dandiwalā is a senior partner of the law firm M/s. Mulla and Mulla and Craigie Blunt and Caroe. He has an extensive Corporate and Commercial law practice both in contentious and non-contentious matters.

With his unparalleled experience of about fifty years in corporate law, Mr. Dandiwalā has advised several multinational companies in their investments, financial and technical collaborations in India.

His corporate practice extends to both large Indian corporates and MNCs, with extensive experience in intricate transactions including mergers and acquisitions, joint ventures, takeovers, disinvestments, investments by venture capitalists, delisting etc.

His industry expertise spans over Chemicals, Construction, Energy, Funds, Financial Services, Hospitality, Infrastructure, IT, Manufacturing, Oil & Gas, Paper & Pulp, Real Estate, etc.

Mr. Dandiwalā serves as a Director on the Board of various companies like Duville Estates Private Limited, Access Trusteeship Company Private Limited, Pilani Investment and Industries Corporation Limited, Hindalco Industries Limited, Hindalco-Almex Aerospace Limited and Rashi Peripherals Limited.

He was a member and for a few years the Chairman of the local advisory committee of Bank of Nova Scotia. He is also a member of the Managing Committee of the Bombay Incorporated Law Society.

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

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

By Order of the Board of Directors
For **Grasim Industries Limited**

Sailesh Kumar Daga

Company Secretary

Membership No.: F4164

Place: Mumbai

Date: 22nd May 2025

Notice (Contd.)

ANNEXURE

DISCLOSURES RELATING TO DIRECTORS PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ('SEBI LISTING REGULATIONS') AND THE COMPANIES ACT, 2013:

Name of the Director	Ms. Ananyashree Birla (DIN: 06625036)
Date of Birth / Age	17.07.1994 / 30 years
Date of First Appointment	06.02.2023
Expertise in specific functional areas	<ul style="list-style-type: none"> • Corporate Governance, Legal & Compliance • Financial Literacy • General Management • Human Resource Development • Industry Knowledge • Technology, Digitisation & Innovation • Marketing • Risk Management • Strategic Expertise • Sustainability
Experience	<p>Ananya is a businesswoman and an artist.</p> <p>Named as one of Business Today's Most Powerful Women 2023, Ananya started Svatantra Microfin, the youngest and fastest growing microfinance company in India, at the age of 17. In one of the largest deals in the industry, Ananya Birla's Svatantra has acquired Chaitanya India Fin Credit, making Svatantra the second largest microfinance organization in the industry. With a team strength of over 19500 and an AUM of over 16000 Cr, Svatantra is financing entrepreneurs who are powering India's growth story. Recently, Svatantra secured the largest PE investment deal in the microfinance sector, amounting to a whopping INR 1930 Cr. (\$230 million), with investments from Advent International and Multiples. Svatantra has been a first mover and shaper of the industry by being the first end-to-end cashless organization, and also the first to roll out an extensive customer facing app that is conducive to client social behaviours. The AA- graded organization (highest rating in the sector) was awarded the best microfinance organisation of the year and has been placed in the top 25 best places to work in its segment by globally recognized Great Places To Work 2020. In addition, Svatantra MHFC, her micro housing arm, is the only housing institution to focus on the EWS/LIG segment, and to have a completely branchless model.</p> <p>Listed in the Fortune 40 Under 40 cohort, Ananya was also voted one of GQ's Most Influential Young Indians and featured in Miss Vogue's '28 Geniuses Under 28'. She has graced the cover of Forbes Women to Watch, been named Financial Express Newsmaker of the Year, and was honoured as one of Economic Times' Most Promising Women Business Leaders of 2022. Selected among Fortune's 100 Most Powerful Women, she was also featured in the 2024 edition of Economic Times' 40 Under Forty.</p> <p>In 2024, she forayed in the beauty and personal care space with the launch of Birla Cosmetics. As part of this venture, she introduced her own fragrance brand, Contraband, followed by Lovetec, a performance-driven, homegrown colour cosmetics line crafted to global standards.</p> <p>Ms. Ananya Birla's efforts in her entrepreneurial ventures have been recognised and felicitated by various Government entities such as the Hon'ble Prime Minister of India, Shri Narendra Modi at Champions of Change, an event organized by the National Institution for Transforming India (NITI Aayog). Ms. Ananya Birla was also conferred by the Hon'ble Chief Minister of Maharashtra, Shri Devendra Fadnavis, for her role in empowering rural Indian women and pioneering 100% cashless disbursement since inception. She was presented with Kamala Rising Star Award by the Hon'ble Governor of Maharashtra, Shri Bhagat Singh Koshiyari, in April 2022.</p> <p>An alumna of Oxford University, she is also the founder of Ananya Birla Foundation which promotes global understanding and supports programs that build a kinder, happier, equal, stigma-free world, where no conversation is taboo, and all people are connected to the support they need to lead a fulfilling life. One of the key imperatives of the foundation is to make mental health mainstream. The Foundation has been committed to working with exemplary community-first non-profit organisations from India to be a part of the solution to pressing societal challenges primarily through grant-making.</p> <p>In May 2020, the Foundation made its' first grant to Save The Children India targeting 100,000 individuals, and several grants thereafter in different areas of need, such as, surgeries for acid attack survivors and menstrual hygiene. The foundation is currently doing pioneering work in research and intervention designs for mental health in rural India. The findings of Project Blank Slate were translated into published papers at Cambridge, offering comprehensive insights into mental health resources, barriers, intervention needs, and perspectives among rural women in Maharashtra.</p>

Name of the Director	Ms. Ananyashree Birla (DIN: 06625036)								
	<p>The Foundation's impact in numbers in 2024-25 showcases meaningful change across people, communities, and animals. Project UNLEARN educated 300 incarcerated men in Dehradun Prisons on gender equality, consent, and positive masculinity. In partnership with World For All, 2,568 critically ill canines were treated and rehabilitated, and over 4,000 stray dogs received medical care with a 90% survival and recovery rate. Through the Poribortonor Bij Amar program, implemented with Gram Panchayats and district authorities, 120 women across 30 Gram Panchayats were trained in solid waste management, data reporting, and financial literacy to operate sustainable SHG-led businesses. The MannSafar campaign reached 5,000 adolescents and youth in Mumbai colleges, while CIF (Children of India Foundation) enhanced mental health awareness and access to services for 2,000 EMGs across Karnataka.</p> <p>An ardent advocate for mental health, Ananya is also a National Alliance on Mental Illness (NAMI) ambassador. She is also the co-founder of Mpower, a foundation that provides mental health awareness across the country.</p> <p>Ananya was recently appointed on the board of Aditya Birla Management Corporation Pvt. Ltd., Aditya Birla Fashion & Retail, Hindalco, and Grasim. Ananya is involved in various Aditya Birla Group businesses driving key strategy across industries, both in India and overseas.</p> <p>With over 500 million streams, Ananya is also India's biggest selling English language global popstar, and has scaled the charts at home, in India, as well as overseas. With three back-to-back double platinum selling singles and two platinum selling singles, Ananya is unstoppable. The MTV EMA nominee began her musical journey at the age of 9 with the santoor, an Indian instrument.</p>								
Skills and capabilities required for the role as an Independent Director and manner of meeting requirement	Not applicable								
Qualification	Alumnus of the University of Oxford								
Terms & Conditions of appointment / re-appointment	<p>Proposed to be re-appointed as a Non-executive Director, liable to retire by rotation.</p> <p>Remuneration to be drawn from the Company shall comprise of the sitting fees to be paid for attending the meetings of the Board of Directors and / or its Committees, reimbursement of expenses for participating in the Board and other meetings and Commission as may be recommended by Board which shall be within the limits stipulated under Section 197 of the Act and as approved by the Members of the Company.</p>								
Remuneration last drawn (sitting fees and commission)	<p>a) ₹ 2.50 lakh as sitting fees for FY 24-25; and</p> <p>b) ₹ 12.50 lakh as Commission for FY 23-24.</p>								
Remuneration proposed to be paid	<p>The current sitting fee's structure is as under:</p> <table> <tr> <th>Particulars</th><th>Amount</th></tr> <tr> <td>Board Meeting</td><td>₹ 50,000/-</td></tr> <tr> <td>Audit Committee</td><td>₹ 25,000/-</td></tr> <tr> <td>All other Committees</td><td>₹ 20,000/-</td></tr> </table> <p>Any revision in the sitting fees as may be approved by the Board from time to time. Commission shall be paid as per the limits approved by the Members in the Annual General meeting held on 27th August 2021.</p>	Particulars	Amount	Board Meeting	₹ 50,000/-	Audit Committee	₹ 25,000/-	All other Committees	₹ 20,000/-
Particulars	Amount								
Board Meeting	₹ 50,000/-								
Audit Committee	₹ 25,000/-								
All other Committees	₹ 20,000/-								
Shareholding in the Company	36,800 shares								
Number of Board meetings attended during FY 2025	5 of 6 (Five of Six)								
Chairman / Member of the Committee (s) of the Board of Directors of the Company	NIL								
List of outside Company Directorships held in Indian Public Limited Companies	<p>Listed Companies</p> <ol style="list-style-type: none"> Aditya Birla Fashion and Retail Limited Hindalco Industries Limited <p>Unlisted Companies</p> <ol style="list-style-type: none"> Svatantra Micro Housing Finance Corporation Limited 								
Chairman/ Member of the Committee of the Board of Directors of other Companies	<p>Audit Committee</p> <ol style="list-style-type: none"> Svatantra Micro Housing Finance Corporation Limited (Member) 								
Listed entities in which the person has resigned in past three years	NIL								
Relationship with other Directors and Key Managerial Personnel of the Company	<ul style="list-style-type: none"> Daughter of Mr. Kumar Mangalam Birla Grand-daughter of Smt. Rajashree Birla Sister of Mr. Aryaman Vikram Birla 								

Notice (Contd.)

Name of the Director	Mr. Aryaman Vikram Birla (DIN: 08456879)								
Date of Birth / Age	09.07.1997/ 27 years								
Date of First Appointment	06.02.2023								
Expertise in specific functional areas	<ul style="list-style-type: none"> Corporate Governance, Legal & Compliance Financial Literacy General Management Human Resource Development Industry Knowledge Technology, Digitisation & Innovation Marketing Risk Management Strategic Expertise Sustainability 								
Experience	<p>Aryaman Vikram Birla has held leadership roles across multiple businesses of the Aditya Birla Group, including fashion, paints, and real estate. He serves on the board of the Group's apex body, Aditya Birla Management Corporation, as well as on the boards of several key Group companies, including Grasim Industries, Aditya Birla Fashion & Retail (ABFRL), Hindalco Industries, and the Group's digital-first fashion platform, TMRW.</p> <p>He is the founder of Aditya Birla New Age Hospitality, the Group's fastgrowing hospitality platform, and Aditya Birla Ventures, its venture capital arm focused on investing in high-growth start-ups across emerging sectors.</p> <p>Aryaman holds an MBA with Honors from Harvard Business School, a Master's degree in Global Finance from Bayes Business School, and a Bachelor's degree in Commerce from the University of Mumbai.</p>								
Skills and capabilities required for the role as an Independent Director and manner of meeting requirement	Not applicable								
Qualification	<ul style="list-style-type: none"> MBA with Honors from Harvard Business School, Master's degree in Global Finance from Bayes Business School; and Bachelor's degree in Commerce from the University of Mumbai. 								
Terms & Conditions Of appointment / re-appointment	<p>Proposed to be re-appointed as a Non-executive Director, liable to retire by rotation.</p> <p>Remuneration to be drawn from the Company shall comprise of the sitting fees to be paid for attending the meetings of the Board of Directors and / or its Committees, reimbursement of expenses for participating in the Board and other meetings and Commission as may be recommended by Board which shall be within the limits stipulated under Section 197 of the Act and as approved by the Members of the Company.</p>								
Remuneration last drawn (sitting fees and commission)	<p>a) ₹ 3 lakh as sitting fees for FY 24-25; and</p> <p>b) ₹ 15 lakh as Commission for FY 23-24.</p>								
Remuneration proposed to be paid	<p>The current sitting fee's structure is as under:</p> <table> <tr> <th>Particulars</th><th>Amount</th></tr> <tr> <td>Board Meeting</td><td>₹ 50,000/-</td></tr> <tr> <td>Audit Committee</td><td>₹ 25,000/-</td></tr> <tr> <td>All other Committees</td><td>₹ 20,000/-</td></tr> </table> <p>Any revision in the sitting fees as may be approved by the Board from time to time. Commission shall be paid as per the limits approved by the Members in the Annual General meeting held on 27th August 2021.</p>	Particulars	Amount	Board Meeting	₹ 50,000/-	Audit Committee	₹ 25,000/-	All other Committees	₹ 20,000/-
Particulars	Amount								
Board Meeting	₹ 50,000/-								
Audit Committee	₹ 25,000/-								
All other Committees	₹ 20,000/-								
Shareholding in the Company	36,800 shares								
Number of Board meetings attended during FY 2025	6 of 6 (Six of Six)								
Chairman / Member of the Committee (s) of the Board of Directors of the Company	NIL								
List of outside Company Directorships held in Indian Public Limited Companies	<p>Listed Companies</p> <ol style="list-style-type: none"> Aditya Birla Fashion and Retail Limited Hindalco Industries Limited <p>Unlisted Companies</p> <ol style="list-style-type: none"> Aditya Birla Digital Fashion Ventures Limited 								
Chairman/ Member of the Committee of the Board of Directors of other Companies	NIL								
Listed entities in which the person has resigned in past three years	NIL								
Relationship with other Directors and Key Managerial Personnel of the Company	<ul style="list-style-type: none"> Son of Mr. Kumar Mangalam Birla Grand-son of Smt. Rajashree Birla Brother of Ms. Ananyashree Birla 								

Note: Pursuant to Regulation 26 of the SEBI Listing Regulations only two committees, viz. Audit Committee and Stakeholders Relationship Committee have been considered

Name of the Director	Mr. Yazdi Piroj Dandiwalā (DIN: 01055000)										
Date of Birth / Age	10.11.1950 / 74 years										
Date of First Appointment	06.02.2023										
Expertise in specific functional areas	<ul style="list-style-type: none">• Corporate Governance, Legal & Compliance• Financial Literacy• General Management• Industry Knowledge• Risk Management• Strategic Expertise• Sustainability										
Experience	As mentioned in item no. 7 of the explanatory statement of this Notice.										
Skills and capabilities required for the role as an Independent Director and manner of meeting requirement	As mentioned in item no. 7 of the explanatory statement of this Notice.										
Qualification	<ul style="list-style-type: none">• Bachelor of Science• Degree in Law• Advocate with the Bar Council of Maharashtra• Solicitor and member of Bombay Incorporated Law Society• Solicitor and member of the Law Society, England										
Terms & Conditions Of appointment / re-appointment	Not Applicable Remuneration to be drawn from the Company shall comprise of the sitting fees to be paid for attending the meetings of the Board of Directors and / or its Committees, reimbursement of expenses for participating in the Board and other meetings and Commission as may be recommended by Board which shall be within the limits stipulated under Section 197 of the Act and as approved by the Members of the Company.										
Remuneration last drawn (sitting fees and commission)	a) ₹ 4.05 lakh as sitting fees for FY 24-25; and b) ₹ 19 lakh as Commission for FY 23-24.										
Remuneration proposed to be paid	<div>The current sitting fee's structure is as under:</div> <table><tr><th>Particulars</th><th>Amount</th></tr><tr><td>Board Meeting</td><td>₹ 50,000/-</td></tr><tr><td>Audit Committee</td><td>₹ 25,000/-</td></tr><tr><td>All other Committees</td><td>₹ 20,000/-</td></tr></table> <div>Any revision in the sitting fees as may be approved by the Board from time to time. Commission shall be paid as per the limits approved by the Members in the Annual General meeting held on 27th August 2021.</div>			Particulars	Amount	Board Meeting	₹ 50,000/-	Audit Committee	₹ 25,000/-	All other Committees	₹ 20,000/-
Particulars	Amount										
Board Meeting	₹ 50,000/-										
Audit Committee	₹ 25,000/-										
All other Committees	₹ 20,000/-										
Shareholding in the Company	Nil										
Number of Board meetings attended during FY 2025	5 of 6 (Five of Six)										
Chairman / Member of the Committee (s) of the Board of Directors of the Company	<div>1. Audit Committee – Member</div> <div>2. Stakeholders' Relationship Committee – Member</div> <div>3. PIT Regulation Committee – Member</div>										
List of outside Company Directorships held in Indian Public Limited Companies	<div>Listed Companies</div> <div>1. Hindalco Industries Limited</div> <div>2. Pilani Investment and Industries Corporation Limited</div> <div>3. Rashi Peripherals Limited</div> <div>Unlisted Companies</div> <div>1. Hindalco Almex Aerospace Limited</div>										
Chairman/ Member of the Committee of the Board of Directors of other Companies	<div>Audit Committee</div> <div>1. Hindalco Almex Aerospace Limited (Member)</div> <div>2. Hindalco Industries Limited (Member)</div> <div>3. Pilani Investment and Industries Corporation Limited (Member)</div> <div>Stakeholders' Relationship Committee</div> <div>1. Pilani Investment and Industries Corporation Limited (Member)</div>										
Listed entities in which the person has resigned in past three years	Aditya Birla Real Estate Limited (formerly known as Century Textiles and Industries Limited)										
Relationship with other Directors and Key Managerial Personnel of the Company	He is not related to any Director or Key Managerial Personnel of the Company										

Note: Pursuant to Regulation 26 of the SEBI Listing Regulations only two committees, viz. Audit Committee and Stakeholders Relationship Committee have been considered

Notice (Contd.)

For ease of participation by Members, provided below are key details regarding the AGM for reference:

Sr. No	Particulars	Details of access
1	Link for live webcast of the AGM and for participation through VC/OAVM	https://emeetings.kfintech.com by using e-voting credentials and clicking on video conference
2	Link for posting AGM queries and speaker registration and period of registration	https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Speaker registration'. Period of registration: Thursday, 21 st August 2025 (9.00 a.m. IST) to Sunday, 24 th August 2025 (5.00 p.m. IST) https://emeetings.kfintech.com by using e-voting credentials and clicking on 'Post Your Queries'. The window will close on Sunday, 24 th August 2025 (5.00 p.m. IST)
3	Link for remote e-voting	https://evoting.kfintech.com
4	Username and password for VC	Members may attend the AGM through VC by accessing the link https://emeetings.kfintech.com by using the remote e-voting credentials. Please refer the instructions provided in the Notice.
5	Helpline number for VC participation and e-voting	Contact KFin Technologies Limited at 1800-3454-001 or write to them at evoting@kfintech.com Contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 022- 23058738 or 022-23058542-43 Contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free number: 1800 1020 990 and 1800 224 430
6	Cut-off date for e-voting	Tuesday, 19 th August 2025
7	Time period for remote e-voting	Thursday, 21 st August 2025 (9.00 a.m. IST) and ends on Monday, 25 th August 2025 (5.00 p.m. IST).
8	Book closure dates	Wednesday, 13 th August 2025 to Tuesday, 26 th August 2025 (both days inclusive)
9	Record Date	Tuesday, 12 th August 2025
10	Link for Members to update email ID (for physical Members)	https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx or send email on einward.ris@kfintech.com
11	Registrar and Transfer Agent - Contact details	KFin Technologies Limited Selenium Building, Tower-B Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally Hyderabad, Rangareddy, Telangana India - 500 032 Email ID: einward.ris@kfintech.com Toll Free/Phone Number: 1800 309 4001 WhatsApp Number: (91) 910 009 4099 RTA Website: https://ris.kfintech.com
12	Grasim Industries Limited – Contact details	A-2 Aditya Birla Centre, S.K. Ahire Marg, Worli, Mumbai 400 030 Tel: 022 2499 5000 Email: grasim.secretarial@adityabirla.com