



GRASIM INDUSTRIES LIMITED

POSTAL BALLOT NOTICE [02/2025-26: 10th February 2026]

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GRASIM INDUSTRIES LIMITED

(CIN: L17124MP1947PLC000410)

Registered Office: P.O. Birlagram, Nagda - 456 331, Dist. Ujjain, Madhya Pradesh, India

Tel. No.: +91 7366 246766

Corporate Office: Aditya Birla Centre, "A" Wing, 2nd Floor, S.K. Ahire Marg, Worli, Mumbai - 400 030, Maharashtra, India **Tel. No.:** +91 22 6652 5000 / 2499 5000;

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

NOTICE OF POSTAL BALLOT

Pursuant to Section 108 and 110 of the Companies Act 2013, Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and applicable Circulars as issued from time to time by the Ministry of Corporate Affairs, Government of India.

To
The Members,

NOTICE is hereby given pursuant to Section 108 and Section 110 of the Companies Act 2013, as amended (hereinafter referred to as the "**Act**") read together with 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), the Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**"), and the General Circular Nos. 14/2020 dated 08th April 2020, 17/2020 dated 13th April 2020, 09/2023 dated 25th September 2023, 09/2024 dated 19th September 2024, the latest being 03/2025 dated 22nd September 2025, and other relevant circulars issued by the Ministry of Corporate Affairs, Government of India ("**MCA**") (hereinafter collectively referred to as "**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "**SEBI Listing Regulations**") and other applicable laws, rules and regulations, for seeking approval of the Members of **Grasim Industries Limited** (hereinafter referred to as '**the Company**') to transact the following Special Business as set out hereunder by passing a Special Resolution(s), by remote e-voting process ('remote e-voting') only:

Special Business:

Sr. No.	Description of the Resolution	Type of Resolution
1	Re-appointment of Mr. V. Chandrasekaran (DIN: 03126243) as an Independent Director of the Company for a second term of 5 years from 24 th May 2026 till 23 rd May 2031	Special
2	Re-appointment of Mr. Adesh Kumar Gupta (DIN: 00020403) as an Independent Director of the Company for a second term of 5 years from 24 th May 2026 till 23 rd May 2031	Special

The proposed Resolution(s) and the Explanatory Statement(s) setting out the material facts as required in terms of Section 102 of the Act read with the Rules and the MCA Circulars form part of this Postal Ballot Notice ("**Notice**") for seeking consent of the Members for fully and partly paid-up shares of the Company through Postal Ballot by remote e-voting only.

This Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories / Registrar and Share Transfer Agent ["RTA"] and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, 20th February 2026** ["Cut-off date"]. Accordingly, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Please refer to detailed instructions for remote e-voting explained in notes to the Notice.

E-VOTING INSTRUCTIONS:

Cut-off Date <i>(for determining the Members entitled to vote on the resolutions set forth in this Notice)</i>		: Friday, 20th February 2026
Remote e-voting period <i>[During this period Members of the Company may cast their vote by remote e-voting]</i>	Commences from	: Thursday, 26th February 2026, 9:00 a.m. IST
	Ends at	: Friday, 27th March 2026, 5:00 p.m. IST
URL for Remote e-voting [e-voting details given on page no. 15)		<p>a. Remote Voting: https://evoting.kfintech.com/</p> <p>b. NSDL: https://eservices.nsdl.com/ or https://www.evoting.nsdl.com/</p> <p>c. CDSL: https://web.cdslindia.com/myeasitoken/Home/Login or https://www.cdslindia.com/</p>

SPECIAL BUSINESS:

- Re-appointment of Mr. V. Chandrasekaran (DIN: 03126243) as an Independent Director of the Company for a second term of 5 years from 24th May 2026 till 23rd May 2031**

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17 and 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ('SEBI Listing Regulations') (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof) for the time being in force, in line with the Memorandum of Association and Articles of Association of the Company 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), Mr. V. Chandrasekaran (DIN: 03126243), who was appointed as an Independent Director of the Company and who holds the office of Independent Director up to 23rd May 2026 and being eligible and fulfilling the criteria of independence as provided in the

Act and the SEBI Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years commencing with effect from 24th May 2026 up to 23rd May 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder and SEBI Listing Regulations, Mr. V. Chandrasekaran shall be entitled to receive the remuneration as permitted to be received in the capacity of a Non-Executive, Independent Director of the Company under the Act and SEBI Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and by the shareholders where necessary, from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board authorised in the said behalf) be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid, without being required to seek any further consent or approval of Members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution".

2. Re-appointment of Mr. Adesh Kumar Gupta (DIN: 00020403) as an Independent Director of the Company for a second term of 5 years from 24th May 2026 till 23rd May 2031

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV of the Companies Act 2013 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 17 and 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ('SEBI Listing Regulations') (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof) for the time being in force, in line with the Memorandum of Association and Articles of Association of the Company 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), Mr. Adesh Kumar Gupta (DIN: 00020403), who was appointed as an Independent Director of the Company and who holds office of Independent Director up to 23rd May 2026 and being eligible and fulfilling the criteria of independence as provided in the Act and the SEBI Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years with effect from 24th May 2026 up to 23rd May 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder and SEBI Listing Regulations, Mr. Adesh Kumar Gupta shall be entitled to receive the remuneration as permitted to be received in the capacity of a Non-Executive, Independent Director of the Company under the Act and SEBI Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company and by the shareholders where necessary, from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board authorised in the said behalf) be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect of aforesaid, without being required to seek any further consent or approval of Members of the Company, or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution".

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

Neelabja Chakrabarty
Company Secretary and Compliance Officer
ACS - 16075

Place: Mumbai
Date: 10th February 2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE ACT.

Item No. 1 & 2

Mr. V. Chandrasekaran (DIN: 03126243) and Mr. Adesh Kumar Gupta (DIN: 00020403) were appointed as Independent Directors of the Company, not liable to retire by rotation, at the Annual General Meeting of the members held on 27th August 2021 for a term of 5 consecutive years with effect from 24th May 2021 to hold office up to 23rd May 2026.

Pursuant to the provisions of the Act, the Memorandum of Association and Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 10th February 2026 have re-appointed Mr. V. Chandrasekaran and Mr. Adesh Kumar Gupta as Independent Directors of the Company for a second term of 5 (five) consecutive years with effect from 24th May 2026 up to 23rd May 2031 in accordance with the provisions of the Act and SEBI Listing Regulations, subject to the approval of the members of the Company.

1. Brief Profile of Mr. V Chandrasekaran is as under:

Mr. V. Chandrasekaran is a qualified Chartered Accountant and retired Executive Director (Investment) of LIC of India. He has more than 3 decades of experience in Life Insurance Finance, Housing Finance and Mutual Fund Investment, with adequate exposure to a gamut of Investments. He was involved in Investment decision making processes, Investment Monitoring & Accounting and Investment Research and Risk Management. He serves as an Independent Director on the Board of various companies like CARE Ratings Limited, Tata Investment Corporation Limited, Aseem Infrastructure Finance Limited, LIC (International) Bahrain, UltraTech Cement Limited, Aditya Birla Housing Finance Limited, etc.

In view of the above and based on his performance evaluation, and considering the significant contributions made by him during his first term as an Independent Director, the Nomination and Remuneration Committee (NRC) has recommended the re-appointment of Mr. V. Chandrasekaran as an Independent Director of the Company for a second term of 5 (five) consecutive years with effect from 24th May 2026 up to 23rd May 2031 in accordance with the provisions of the Act and SEBI Listing Regulations.

In the opinion of the Board, Mr. V. Chandrasekaran fulfils the conditions specified under the Act and SEBI Listing Regulations for re-appointment as an Independent Director of the Company and he is independent of the management. Further, considering his background, experience and contributions made during his tenure, the Board is of the opinion that his continued association would be of immense benefit to the Company and it is desirable to continue to avail of his services as an Independent Director of the Company. Mr. V. Chandrasekaran had abstained from discussion and voting on the matter concerning his re-appointment during the Board meeting of the Company.

The Company has also received consent from Mr. V. Chandrasekaran to act as a Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has not been debarred or disqualified from being appointed as a Director of the Company by any order of the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. The Company has also received declaration from Mr. V. Chandrasekaran confirming that his name does not appear in the list of willful defaulters issued by Reserve Bank of India.

The Company has also received a declaration from him that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations. Mr. V. Chandrasekaran had also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of the Independent Directors maintained by the Indian Institute of Corporate Affairs.

A draft copy of the letter of appointment as an Independent Director, setting out the terms and conditions is available for inspection by the members and is also disclosed on the Company's website at "Terms and Conditions of Appointment".

Considering his experience, the Board deems it desirable and in the interest of the Company to continue Mr. V. Chandrasekaran on the Board and accordingly recommends the Special Resolution as set out at Item No. 1 of the Notice for the approval by the Members.

Except Mr. V. Chandrasekaran and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution for his re-appointment, set out in Item No. 1 of this Notice.

2. Brief Profile of Mr. Adesh Kumar Gupta is as under:

Mr. Adesh Kumar Gupta is a qualified Chartered Accountant, Company Secretary and has completed Advanced Management Programme from Harvard University. He has more than 4 decades of vast experience in the field of finance and general management. He has sound knowledge and expertise in the field of finance, strategy and corporate law in various industries. He serves as an Independent Director on the Board of various companies like - Krsnaa Diagnostics Limited, Anand Rathi Home Finance Limited, Anand Rathi Wealth Limited and Anand Rathi Financial Services Limited, etc. He was recognised as "Best CFO" by the Institute of Chartered Accountants of India, IMA, Business Today. He is Ex-Member of National Advisory Committee on Accounting Standards (NACAS) as representative of FICCI. NACAS was a statutory organisation constituted by Government of India for setting up Accounting Standards.

Mr. Adesh Kumar Gupta was a Whole-time Director & CFO of the Company till 30th June 2015. He was appointed as an Independent Director of the Company for first term of five consecutive years with effect from 24th May 2021, after complying with the cooling off period as mentioned in the Act.

In view of the above and based on his performance evaluation, and considering the significant contributions made by him during his first term as an Independent Director, the Nomination and Remuneration Committee (NRC) has recommended the re-appointment of Mr. Adesh Kumar Gupta as an Independent Director of the Company for a second term of 5 (five) consecutive years with effect from 24th May 2026 up to 23rd May 2031 in accordance with the provisions of the Act and SEBI Listing Regulations.

In the opinion of the Board, Mr. Adesh Kumar Gupta fulfils the conditions specified under the Act and SEBI Listing Regulations for re-appointment as an Independent Director of the Company and he is independent of the management. Further, considering his background, experience and contributions made during his tenure, the Board is of the opinion that his continued association would be of immense benefit to the Company and it is desirable to continue to avail of his services as an Independent Director of the Company. Mr. Adesh Kumar Gupta had abstained from discussion and voting on the matter concerning his re-appointment during the meeting of Nomination and Remuneration Committee and the Board of the Company.

The Company has also received consent from Mr. Adesh Kumar Gupta to act as a Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has not been debarred or disqualified from being appointed as a Director of the Company by any order of the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. The Company has also received declaration from Mr. Adesh Kumar Gupta confirming that his name does not appear in the list of willful defaulters issued by Reserve Bank of India.

The Company has also received a declaration from him that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing

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Regulations. Mr. Adesh Kumar Gupta had also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of the Independent Directors maintained by the Indian Institute of Corporate Affairs.

A draft copy of the letter of appointment as an Independent Director, setting out the terms and conditions is available for inspection by the members and is also disclosed on the Company's website at "Terms and Conditions of Appointment".

Considering his experience, the Board deems it desirable and in the interest of the Company to continue Mr. Adesh Kumar Gupta on the Board and accordingly recommends the Special Resolution as set out at Item No. 2 of the Notice for the approval by the Members.

Except Mr. Adesh Kumar Gupta and his relatives, none of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution for his re-appointment, set out in Item No. 2 of this Notice.

As required under Regulation 36 of the SEBI Listing Regulations and Clause 1.2.5 of SS-2, other requisite information of Mr. V. Chandrasekaran and Mr. Adesh Kumar Gupta are annexed as Annexure – A hereto and form a part of this Notice.

DISCLOSURES RELATING TO DIRECTORS PURSUANT TO REGULATION 36(3) of SEBI LISTING REGULATIONS AND SS-2 ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Annexure A

Name of the Director	Mr. V. Chandrasekaran	Mr. Adesh Kumar Gupta								
DIN	03126243	00020403								
Date of Birth / Age	11 th October 1957/ 68 years	11 th September 1956 / 69 years								
Date of First Appointment	24 th May 2021	24 th May 2021								
Expertise in specific functional areas	As per the resolution at item no. 1 of this Notice read with the explanatory statement thereto	As per the resolution at item no. 2 of this Notice read with the explanatory statement thereto								
Experience										
Skills and capabilities required for the role as an Independent Director and manner of meeting requirement	<ul style="list-style-type: none"> Treasury & Risk Management Financial Expertise Strategic Expertise Corporate Governance Legal & Compliance Industry Knowledge General Management 	<ul style="list-style-type: none"> Treasury and Risk Management Financial Expertise Strategic Expertise Corporate Governance Legal & Compliance Industry Knowledge General Management Human Resource Development Sustainability 								
Qualification(s)	Chartered Accountant	<ul style="list-style-type: none"> Chartered Accountant, Company Secretary Advanced Management Programme from Harvard University 								
Terms & Conditions of appointment/ re-appointment	<p>Proposed to be re-appointed as an Independent Director for a second term of 5 (five) consecutive years from 24th May 2026 up to 23rd May 2031, not 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 decided by the Board with the approval of the shareholders, basis the recommendation of the Nomination and Remuneration Committee, which shall be within the limits prescribed under the Act and SEBI Listing Regulations and as approved by the shareholders of the Company.</p>									
Remuneration last drawn (sitting fees and commission)	Total remuneration drawn till the date of this notice is ₹ 6.75 lakhs as sitting fees for FY 25-26 and ₹ 32 lakhs as Commission for FY 24-25	Total remuneration drawn till the date of this notice is ₹4.90 lakhs as sitting fees for FY 25-26 and ₹ 22 lakhs as Commission for FY 24-25								
Remuneration proposed to be paid	<p>The current sitting fee's structure is as under:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Amount</th> </tr> </thead> <tbody> <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> </tbody> </table> <p>Any revision in the sitting fees will be as per approval by the Board, basis recommendation of the Nomination and Remuneration Committee, and shall be within the limits prescribed under the Companies Act, 2013, from time to time.</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/-									

Grasim Industries Limited

Name of the Director	Mr. V. Chandrasekaran	Mr. Adesh Kumar Gupta
	Commission shall be paid as per the limits approved by the members and within the limits prescribed under the Companies Act, 2013 and SEBI Listing Regulations.	
Shareholding in the Company including shareholding as a beneficial owner	85 shares	71,348 shares
Number of Board meetings held and attended during the FY 25-26 (till the date of this notice)	7 of 7 (Seven of Seven)	7 of 7 (Seven of Seven)
Chairman/Member of the Committee of the Board of Directors of the Company	Chairman of Committee <ul style="list-style-type: none"> • PIT Regulation Committee Member of Committee <ul style="list-style-type: none"> • Audit Committee • Risk Management & Sustainability Committee • Finance Committee 	Chairman of Committee: Nil Member of Committee <ul style="list-style-type: none"> • Nomination and Remuneration Committee • Finance Committee
List of outside Company Directorships held in Indian Companies	Listed Companies <ul style="list-style-type: none"> • CARE Ratings Limited • EMudhra Limited • Tata Investment Corporation Limited • UltraTech Cement Limited Unlisted Companies <ul style="list-style-type: none"> • Aditya Birla Housing Finance Limited – Debt listed • Aseem Infrastructure Finance Limited • Careedge Global IFSC Limited 	Listed Companies <ul style="list-style-type: none"> • Krsnaa Diagnostics Limited • Anand Rathi Wealth Limited Unlisted Companies <ul style="list-style-type: none"> • Anand Rathi Home Finance Limited • Anand Rathi Financial Services Limited • AB General Electoral Trust • Krazybee Services Limited (formerly known as Krazybee Services Private Limited) • Supportnest Solution Private Limited
Chairman/Member of the Committees of the Board of Directors of other Indian Companies in which he is a Director	Chairman of Committee(s): <ul style="list-style-type: none"> • Aditya Birla Housing Finance Limited: <ol style="list-style-type: none"> i. Audit Committee • Aseem Infrastructure Finance Limited: <ol style="list-style-type: none"> i. Nomination and Remuneration Committee ii. Corporate Social Responsibility iii. Risk Management Committee 	Chairman of Committee(s): <ul style="list-style-type: none"> • Anand Rathi Wealth Limited: <ol style="list-style-type: none"> i. Audit Committee • Krazybee Services Limited (formerly known as Krazybee Services Private Limited): <ol style="list-style-type: none"> i. Audit Committee ii. IT Strategy Committee • Krsnaa Diagnostics Limited: <ol style="list-style-type: none"> i. Stakeholders' Relationship Committee

Name of the Director	Mr. V. Chandrasekaran	Mr. Adesh Kumar Gupta
	<ul style="list-style-type: none"> • CARE Ratings Limited: <ul style="list-style-type: none"> i. Corporate Social Responsibility and Sustainability Committee ii. Technology Committee • Tata Investment Corporation Limited: <ul style="list-style-type: none"> i. Stakeholders' Relationship Committee <p>Membership of the Committee(s):</p> <ul style="list-style-type: none"> • Aditya Birla Housing Finance Limited: <ul style="list-style-type: none"> i. Nomination and Remuneration Committee ii. Risk Management Committee • Aseem Infrastructure Finance Limited: <ul style="list-style-type: none"> i. Audit Committee ii. Stakeholders' Relationship Committee • CARE Ratings Limited: <ul style="list-style-type: none"> i. Nomination and Remuneration Committee ii. Rating Sub Committee iii. Strategy & Investment Committee • CareEdge Global IFSC Limited: <ul style="list-style-type: none"> i. Audit Committee ii. Nomination and Remuneration Committee • eMudhra Limited: <ul style="list-style-type: none"> i. Audit Committee ii. Nomination and Remuneration Committee • Tata Investment Corporation Limited: <ul style="list-style-type: none"> i. CSR & Sustainability Committee ii. Investment Committee iii. IT Strategy Committee • UltraTech Cement Limited: <ul style="list-style-type: none"> i. Risk Management and Sustainability Committee ii. Finance Committee 	<ul style="list-style-type: none"> ii. Nomination and Remuneration Committee <p>Membership of the Committee(s):</p> <ul style="list-style-type: none"> • Anand Rathi Financial Services Limited: <ul style="list-style-type: none"> i. Audit Committee ii. Nomination and Remuneration Committee • Anand Rathi Wealth Limited: <ul style="list-style-type: none"> i. Risk Management Committee ii. Nomination & Remuneration Committee iii. Corporate Social Responsibility Committee • Krazybee Services Limited (formerly known as Krazybee Services Private Limited): <ul style="list-style-type: none"> i. Nomination and Remuneration Committee ii. Corporate Social Responsibility Committee iii. Asset Liability Management Committee • Krsnaa Diagnostics Limited: <ul style="list-style-type: none"> i. Audit Committee ii. Risk Management Committee

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Name of the Director	Mr. V. Chandrasekaran	Mr. Adesh Kumar Gupta
Entities in which the person has resigned in past three years	<ul style="list-style-type: none">• Aditya Birla Renewables SPV 1 Limited• Aditya Birla Renewables Green Power Private Limited• Tamil Nadu Newsprint and Papers Limited	<ul style="list-style-type: none">• Care Ratings Limited• Care Analytics and Advisory Private Limited• India Pesticides Limited• Vinati Organics Limited• Survival Technologies Private Limited• Zee Entertainment Enterprises Limited
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	They are not related to any Director or Key Managerial Personnel of the Company	

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act setting out the material facts and reasons in respect of the resolutions as set out above, is annexed hereto and forms part of this Notice.
2. Pursuant to the provisions of Section 110 of the Act read with the Rules and the MCA Circular(s), your Company has an option to seek the approval of the Members through Postal Ballot (via remote e-voting) for the above-mentioned resolutions, instead of getting the same passed at a General Meeting. Accordingly, if the resolutions are approved by the Members through Postal Ballot via remote e-voting, it shall be deemed to have been passed as if the same have been passed at a General Meeting of the Members convened in this regard. The Resolutions, if passed by requisite majority, shall be deemed to have been passed **on Friday, 27th March 2026**, being the last day of remote e-Voting.

3. **Dispatch of Postal Ballot Notice through electronic mode**

In accordance with the provisions of the circulars, this Notice is being sent through email only to Members whose email IDs are registered with KFin Technologies Limited ("KFin", "KFinTech"), Registrar and Share Transfer Agent ("RTA") of the Company, National Securities Depository Limited ("NSDL") and / or Central Depository Services (India) Limited ("CDSL") (collectively referred to as Depositories or NSDL / CDSL) as at close of business hours on **Friday, 20th February 2026, ("cut-off date")**. As per the Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only. In respect of those members who have not registered their e-mail IDs, the Company has mentioned the documents to be provided to KFin hereunder.

Members may note that the Notice will be available on the Company's website www.grasim.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of KFinTech at <https://evoting.kfintech.com>.

4. **Registration of e-mail ID**

Members who have not registered their email IDs are requested to do so at the earliest. Members holding shares in:

- Electronic mode can register their email ID by contacting their respective Depository Participant(s) ("DP").
- Physical mode can register their email address by sending Form ISR 1 and other relevant forms to KFinTech at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India – 500 032.

The format of Form ISR-1 and other relevant forms are available on the website of KFinTech at https://ris.kfintech.com/client_services/isc/ and on the website of the Company at <https://www.grasim.com/investors/investors-forms>.

5. Members whose names appear in the Register of Members / List of Beneficial Owners for fully paid-up and partly paid-up shares as on the cut-off date i.e. Friday, 20th February 2026 shall be entitled to vote on the resolutions set out in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

6. **Instructions for remote e-voting**

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules as amended and Regulation 44 of the SEBI Listing Regulations, as amended from time to time, the Company is providing facility to the Members to exercise voting through electronic voting system

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('remote e-voting') on the e-voting platform provided by KFinTech. The Members may cast their votes remotely, using remote e-voting only on the dates mentioned hereunder. The instructions for remote e-voting forms part of this Notice.

- ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
Thursday, 26th February 2026 (9:00 a.m. IST)	Friday, 27th March 2026 (5:00 p.m. IST)

The remote e-voting module shall be disabled by KFinTech for voting thereafter. 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.

- iii. The shareholders are requested to cast their vote for fully paid-up shares of ₹2 each (EVEN 9460) as well as for partly paid-up shares of ₹1 each (EVEN 9461) and partly paid-up shares of ₹0.50 each (EVEN 9462), as the case may be. The voting rights for fully paid-up and partly paid-up equity shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off Date.
- iv. During the above period, Members of the Company holding shares either in physical form or in dematerialised form, as on 20th February 2026, i.e. cut-off date, may cast their vote by remote e-voting in proportion to their shares in the paid-up equity share capital of the Company. Members cannot exercise votes by proxy on Postal Ballot.
- v. Mr. Avinash Bagul (FCS 5578 & C.P. No. 19862), Partner, and failing him Mr. K. Venkataraman (ACS 8897 & C.P. No. 12459), both Partners, M/s BNP & Associates, Company Secretaries, have been appointed as the Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.
- vi. The process and manner for remote e-voting is as under:
- 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 listed entities', the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFinTech, on the resolutions set forth in this Notice. The instructions for remote e-voting are given below.
 - E-voting process for fully paid-up and partly paid-up shares has been enabled for 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.
 - 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 e-voting facility.
 - The process and manner of remote e-voting is explained below:
 - Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
 - Access to KFinTech e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

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>1. For OTP based login</p> <ul style="list-style-type: none"> i. You can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. ii. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. iii. Enter the OTP received on registered email id/mobile number and click on login. iv. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. v. Click on the company name i.e., 'Grasim Industries Limited' or e-Voting service provider name i.e. KFin and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. <p>2. Existing Internet-based Demat Account Statement ('IDeAS') facility Users:</p> <ul style="list-style-type: none"> i. Visit the e-services of NSDL https://eservices.nsdl.com either on a personal computer website or on a mobile. ii. 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. iii. 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. iv. Click on company name i.e., 'Grasim Industries Limited' or ESP i.e., KFinTech. v. Members will be re-directed to KFinTech's website for casting their vote during the remote e-voting period.

Type of Member	Login Method
	<p>3. Those not registered under IDeAS:</p> <ol style="list-style-type: none"> i. Visit https://eservices.nSDL.com for registering. ii. Select 'Register Online for IDeAS Portal' or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp iii. Visit the e-voting website of NSDL https://www.evoting.nSDL.com/ iv. 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. v. 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. vii. 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. viii. Members can also download the NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
<p>Individual Members holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing user who have opted for Electronic Access to Securities Information ('Easi / Easiest') facility: <ol style="list-style-type: none"> i. Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com ii. Click on New System MyEasi iii. Login to MyEasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu. vi. The Menu will have links of KFinTech e-voting portal and will be redirected to the e-voting page of KFinTech to cast their vote without any further authentication. 2. User not registered for Easi / Easiest <ol style="list-style-type: none"> i. Visit https://web.cdslindia.com/myeasitoken/Home/Login 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. 1 above to cast your vote.

Type of Member	Login Method
	<p>3. Alternatively, by directly accessing the e-voting website of CDSL</p> <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 e-mail ID 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 i.e., '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 DPs	<ul style="list-style-type: none"> i. Members can also login using the login credentials of their demat account through their DPs registered with the Depositories 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

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

Members whose e-mail IDs are registered with the Company / DPs, 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.

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- 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' 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 mentioned herein above. 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, 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 Resolutions.
7. The report of the Scrutinizer shall be submitted to the Chairman (or to such other person authorised by the Chairman) after the completion of scrutiny of remote e-voting. The result of voting will be announced by the Chairman or any other person duly authorised by Chairman, on or before Tuesday, 31st March 2026. These results will also be displayed along with the Scrutinizer Report on the noticeboard of the Company at its Registered Office and its Corporate Office. The results will also be posted on the website of the Company www.grasim.com, website of KFinTech at <https://evoting.kfintech.com>, and will also be communicated to the National Stock Exchange of India Limited and BSE Limited and be made available on their respective websites.
 8. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Friday, 27th March 2026 i.e. the last date specified for receipt of votes through the remote e-voting process.
 9. All relevant documents referred to in the Explanatory Statement shall be available for inspection electronically without any fee by the Members from the date of dispatch of this notice till the last date of the remote e-voting process. Members seeking to inspect such documents can send an e-mail at grasim.secretarial@adityabirla.com.
 10. Members of the Company including Institutional Investors are encouraged to vote on the resolutions proposed in this Notice.

General Guidelines for Members:

1. Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signatures of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to scrutiniser.grasim@adityabirla.com with a copy marked to einward.ris@kfintech.com with the subject line "Grasim Industries Limited Postal Ballot 02/2025-26".
2. In case of any queries, please visit Help and FAQs section available at KFinTech website <https://evoting.kfintech.com>. For any grievances related to remote e-voting, please contact Mr. Ganesh Patro, Assistant Vice President, Selenium Building, Tower-B Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddy, Hyderabad 500 032 Telangana, India or email at evoting@kfintech.com, or contact on Toll Free No. 1800 309 4001.
3. Members can contact the Company or RTA, for assistance in this regard. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
4. As per the provisions of Section 72 of the Act and SEBI Master Circular SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23rd June 2025, the facility for making nomination is available for the Members in respect of the shares held by them in physical mode. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 with RTA.
5. Further members holding physical shares are informed that they can opt out of nomination or cancel the existing nomination by filing following form with RTA:
 - a. Form ISR - 3: For opting out of nomination by shareholder(s)
 - b. Form SH - 14: For cancellation or variation to the existing nomination of the shareholder(s).

