POPULAR FOUNDATIONS LTD.
No.32/1, 32/2, Kamatchi Apartments, 10th Avenue, Ashok Nagar, Chennai - 600 083, India.
Ph : 91-44-24891914, 24717750, 42155997, 91-44-24897508 E-mail : info@grouppopular.com Web : www.grouppopular.com
GST No : 33AABCP6433G1ZO / CIN : L45201TN1998PLC041504

Date: 27th May 2026

To,
The Manager- Listing Department,
BSE Limited,
20th Floor, P.J.Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sirs,

Company Scrip code- 544259

Sub: Outcome of Board Meeting for the year ended 31st March 2026

Ref: REGULATION 33 READ WITH REGULATION 30, SCHEDULE III, PART A(4) SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

In terms of the requirements of regulations mentioned above, we would like to inform you that our Board of Directors in their meeting held today, i.e 27th May 2026 (Commenced at 4.45pm) at the registered office of the company, has considered the following &:

a) Approved the Audited financial results for the year ended 31st March 2026 together with the Independent Auditors report issued by Ms. Krishaan & Co, the Statutory Auditors.
b) Took note of the Re-Appointment of Managing Director and Whole-Time Director, w.e.f 01st July 2026, subject to the approval of Shareholders in the ensuing EGM.
c) Took Note of the declaration pursuant to Regulation 33(3)(d) of the SEBI LODR Regulations confirming that the Statutory Auditors have issued an Audit Report with unmodified opinion on the Audited Financial Results of the Company for the financial year ended 31st March 2026.
d) Approved Convening of an Extra-ordinary General Meeting on Saturday, 20th June 2026 at at 11.15 AM through Video Conferencing (VC) or Other Audio- Visual Means (OAVM)
e) Approved Convening of 28th Annual General Meeting of the company on 22nd September 2026, at 11.00 AM through Video Conferencing (VC) or Other Audio- Visual Means (OAVM)

The financial results are enclosed as "ANNEXURE-A" and the same will be uploaded on the website of the company **www.grouppopular.com**

Statement of Deviation(s) or Variation(s) for IPO Proceeds under Regulation 32 of SEBI (LODR) Regulations, 2015, duly signed by the Managing Director of the company is enclosed as "ANNEXURE-B"

POPULAR FOUNDATIONS LTD.
No.32/1, 32/2, Kamatchi Apartments, 10th Avenue, Ashok Nagar, Chennai - 600 083, India.
Ph : 91-44-24891914, 24717750, 42155997, 91-44-24897508 E-mail : info@grouppopular.com Web : www.grouppopular.com
GST No : 33AABCP6433G1ZO / CIN : L45201TN1998PLC041504

Utilization Certificate for IPO proceeds from the Auditor is enclosed as "ANNEXURE-C"

Declaration pursuant to Reg 33(3) of the SEBI (LODR) Regulations, 2015 is enclosed as "ANNEXURE- D" along with the Independent Auditors Report.

Notice of EGM is enclosed as "ANNEXURE- E"

The details of Related Party Transactions are uploaded in BSE Portal in XBRL format along with Integrated Financials.

The Meeting commenced at 4.45 pm at the Registered office of the Company and concluded by 7:20 pm.

Kindly take into record of the above.

Thanking you,

Yours faithfully,

For Popular Foundations Limited

A S Venkatesh
Managing Director
Place: Chennai
Date: May 27, 2026

ANNEXURE - A

POPULAR FOUNDATIONS LIMITED

NO 32/1, 32/2, KAMATCHI APARTMENT, 10TH AVENUE, ASHOK NAGAR, CHENNAI - 600 083.

CIN: L45201TN1998PLC041504

Statement of Assets and Liabilities as on March 2026

(Amount in lakhs)

S.No	Particulars	For the Year Ended 31-03-2026 (Audited)	For the Year Ended 31-03-2025 (Audited)
I	**EQUITY AND LIABILITIES**		
1	**Share holders' funds**		
	(a) Share Capital	2,037.80	2,037.80
	(b) Reserves and Surplus	2,301.46	2,231.66
		4,339.27	**4,269.46**
2	**Non-current liabilities**		
	(a) Long-term borrowings	165.55	137.76
	(b) Other Long-term Liabilities	187.18	143.91
	(c) Long-term provisions	72.19	51.80
		424.93	**333.47**
3	**Current liabilities**		
	(a) Short-term borrowings	1,246.99	998.25
	(b) Trade payables	2,355.77	1,578.68
	(A) Total outstanding dues of micro enterprises and small enterprises	1,221.13	799.11
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	1,134.64	779.57
	(c) Other current liabilities	50.98	153.34
		3,653.74	**2,730.27**
	TOTAL	**8,417.94**	**7,333.20**
II	**ASSETS**		
1	**Non-Current Assets**		
	(a) Property, Plant and Equipment and Intangible Assets		
	(i) Property, Plant and Equipment	493.59	423.10
	(ii) Intangible assets	1.34	0.12
	(iii) Capital work-in-progress		
	(b) Long-term loans and advances	44.71	42.51
	(c) Deferred Tax Asset (Net)	(28.13)	(1.66)
		511.51	**464.06**
2	**Current assets**		
	(a) Inventories	2,205.50	1,955.72
	(b) Trade Receivables	4,716.40	4,153.64
	(c) Cash and Cash equivalents	4.45	41.93
	(d) Short-term loans and advances	980.07	717.85
		7,906.42	**6,869.14**
	TOTAL	**8,417.94**	**7,333.20**

Notes:

The figures for the previous year periods have been re-grouped and rearranged wherever considered necessary.

For and on behalf of the Board of Directors of
Popular Foundations Limited

A S Venkatesh
Managing Director
DIN : 01728817

Place : Chennai
Date : 27-05-2026

POPULAR FOUNDATIONS LIMITED

NO 32/1, 32/2, KAMATCHI APARTMENT, 10TH AVENUE, ASHOK NAGAR, CHENNAI - 600 083.

CIN: L45201TN1998PLC041504

Statement of Audited Financial Results for the Period ended 31st March 2026

(Amount in lakhs)

S.No	PARTICULARS	6 MONTHS ENDED			YEAR ENDED	
		31-03-2026	30-09-2025	31-03-2025	31-03-2026	31-03-2025
1	a) Revenue from Operations	2,777.68	3,400.91	3,468.01	6,178.59	5,867.92
	b) Other Income	39.31	7.90	3.59	47.21	37.48
	TOTAL INCOME	**2,816.98**	**3,408.81**	**3,471.60**	**6,225.79**	**5,905.40**
2	**Expenses**					
	a) Cost of Materials Consumed	2,850.15	2,456.44	2,615.47	5,306.59	5,621.19
	b) Changes in Inventory of work in progress	(619.76)	369.99	149.71	(249.78)	(1,311.14)
	c) Employee benefit expenses	324.04	251.24	283.29	575.28	551.81
	d) Other Expenses	181.19	138.23	138.86	319.42	301.70
	e) Depreciation and amortization expenses	25.27	22.22	21.39	47.49	43.09
	f) Finance Costs	60.74	58.71	78.49	119.45	152.76
	TOTAL EXPENSES	**2,821.63**	**3,296.82**	**3,287.22**	**6,118.45**	**5,359.42**
3	**Profit/(Loss) before Exceptional and Extra-ordinary items and Tax (1-2)**	(4.65)	**111.99**	**184.37**	**107.34**	**545.98**
4	**Exceptional Items**					-
5	**Profit/ (Loss) before Tax (3-4)**	**(4.65)**	**111.99**	**184.37**	**107.34**	**545.98**
	Tax Expenses					
	1) Current Tax	18.81	12.95	38.85	31.76	201.59
	2) Earlier Year Tax	(20.75)			(20.75)	(40.64)
	3) Deferred tax Expense / (Income)	(11.44)	6.88	6.78	(4.55)	4.16
6	**Total Tax Expenses**	**(13.38)**	**19.83**	**45.63**	**6.45**	**165.11**
7	**Profit after tax (5-6)**	**8.74**	**92.15**	**138.74**	**100.89**	**380.87**
8	**Paid up Equity Share Capital (FV of 10/- each**	**2,037.80**	**2,037.80**	**2,037.80**	**2,037.80**	**2,037.80**
9	**No. of Equity Shares (FV of 10/- each)**	**2,03,78,000**	**2,03,78,000**	**2,03,78,000**	**2,03,78,000**	**2,03,78,000**
	Earnings Per Equity Share [nominal value of share Rs. 10]					
	1) Basic	0.04	0.45	0.68	0.50	1.87
	2) Diluted	0.04	0.45	0.68	0.50	1.87

Notes

a) The above Financials Results have been reviewed and recommended by Audit Committee and approved by the Board of Directors of the Company at its meeting held on 27th May 2026. The financial results have been prepared in accordance with the Accounting Standards (AS) as prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Account) Rules, 2014 by the Ministry of Corporate Affairs and amendments thereof.

b) As per Ministry of Corporate Affairs notification dated February 16, 2015, Companies whose securities are listed on SME Exchange as referred to in Chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 are exempted from the compulsory requirement of adoption of Ind AS.

c) The figures for the previous year periods have been re-grouped and rearranged wherever considered necessary.

d) The Statutory Auditors of the Company have carried out a Independent Auditors report of the above results as per Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

e) On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed and disclosed the incremental impact of these changes on the best information available and consistent with the guidance provided by the Institute of Chartered Accountants of India. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

f) As the company collectively operates only in one business Segment, hence, it is reporting its results in single segment. Therefore, Segment disclosure is not applicable.

g) There were no Exceptional and Extra-ordinary items for the reporting period.

For and on behalf of the Board of Directors of
Popular Foundations Limited

A S Venkatesh
Managing Director
DIN : 01728817

Place : Chennai
Date : 27-05-2026

POPULAR FOUNDATIONS LIMITED

NO 32/1, 32/2, KAMATCHI APARTMENT, 10TH AVENUE, ASHOK NAGAR, CHENNAI - 600 083.

CIN: L45201TN1998PLC041504

Cash Flow Statement for the Period ended 31st March 2026

(Amount in lakhs)

PARTICULARS	Year ended March 31, 2026	Year ended March 31, 2025
A Cash flow from operating activities :		
Net Profit/(Loss) before tax	107.34	545.98
Add: Adjustment for		
Profit on sale of assets	(12.00)	2.96
Profit on sale of investments		
Depreciation	47.49	43.09
Operating Profit/(Loss) before working capital changes	142.83	592.03
Adjustments for:		
(Increase)/Decrease in Trade Receivables	75.63	**204.84**
(Increase)/Decrease in Unbilled Receivables	(638.39)	**132.96**
(Increase)/Decrease in Inventories	(249.78)	(1,311.14)
(Increase)/Decrease in Long Term Loans and Advances	(2.20)	**(0.05)**
(Increase)/Decrease in Short Term Loans and Advances	(293.83)	**(12.25)**
Increase/(Decrease) in Trade Payables	777.09	(253.76)
Increase/(Decrease) in Long Term Provisions	20.39	**9.16**
Increase/(Decrease) in Other Long Term Liabilities	43.27	**50.73**
Increase/(Decrease) in Other Current Liabilities	(48.84)	**(360.30)**
Cash used in operations	(173.82)	(947.77)
Direct tax paid	31.76	115.93
Net cash generated from/(used in) operating activities	(205.57)	(1,063.71)
Sale of Fixed Assets	12.00	13.53
Sale of Investments		
Purchase of Fixed Assets	(120.43)	(70.18)
Net cash generated from/(used in) investing activities	(108.43)	(56.65)
C Cash flow from financing activities		
Repayment of Long term Borrowings	27.79	**(559.96)**
Increase/(Decrease) in Share Capital	-	1,579.94
Increase/(Decrease) in Short Term Borrowings	248.74	**117.57**
Net cash generated from/(used in) financing activities	276.53	1,137.55
D 'Net increase /(decrease) in cash and cash equivalents(A+B+C)	(37.47)	17.19
E Cash and cash equivalents at the beginning of the year	41.93	24.74
F Cash and cash equivalents at the end of the year (D + E)	4.45	41.93
Reconciliation		
Cash and cash equivalents as at the close of the year include:		
Cash in Hand	4.07	37.79
In Current Accounts	0.38	4.14
	4.45	41.93

For and on behalf of the Board of Directors of
Popular Foundations Limited

A S Venkatesh
Managing Director
DIN : 01728817

Place : Chennai
Date : 27-05-2026

POPULAR FOUNDATIONS LTD.
No.32/1, 32/2, Kamatchi Apartments, 10th Avenue, Ashok Nagar, Chennai - 600 083, India.
Ph : 91-44-24891914, 24717750, 42155997, 91-44-24897508 E-mail : info@grouppopular.com Web : www.grouppopular.com
GST No : 33AABCP6433G1ZO / CIN : L45201TN1998PLC041504

ANNEXURE- B

27/05/2026

To,
The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Dear Sir / Madam,

Subject: Statement on Deviation or Variation of funds under Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Ref: Scrip Code:- 544259

Pursuant to Regulation 32 of the SEBI Listing Regulations and SEBI Circular No CIR/CFD/CMD1/162/2019 dated December 24, 2019 and SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, please note that there are **no deviation(s) or variation(s)** in respect of the utilization of the proceeds of the Initial Public Offer ("IPO") of the Company during the Half year ended 31st March 2026. A Statement in this regard is enclosed as Annexure.

The aforesaid statement has been reviewed by the Audit Committee and taken on record by the Board at their respective meetings held on 31st March 2026.

Kindly take the same on record.

Thanking you,

Yours Sincerely,

For **Popular Foundations Limited,**

A.S.Venkatesh,
Managing Director
DIN: 01728817

POPULAR FOUNDATIONS LTD.
No.32/1, 32/2, Kamatchi Apartments, 10th Avenue, Ashok Nagar, Chennai - 600 083, India.
Ph : 91-44-24891914, 24717750, 42155997, 91-44-24897508 E-mail : info@grouppopular.com Web : www.grouppopular.com
GST No : 33AABCP6433G1ZO / CIN : L45201TN1998PLC041504

ANNEXURE

Statement on Deviation / Variation in utilization of funds raised	
Name of listed entity	Popular Foundations Limited
Mode of Fund Raising	Public Issue
Date of Raising Funds	20-09-2024 (Date of Allotment)
Amount Raised (Rs. In Lakhs)	**1986.90**
Report filed for Half Year ended	31.03.2026
Monitoring Agency	Not Applicable
Monitoring Agency Name, if applicable	Not Applicable
Is there a Deviation / Variation in use of funds raised	No
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	Not Applicable
If Yes, Date of shareholder Approval	Not Applicable
Explanation for the Deviation / Variation	Not Applicable
Comments of the Audit Committee after review	Nil
Comments of the auditors, if any	Nil

OBJECTS FOR WHICH FUNDS HAVE BEEN RAISED AND UTILISED

S.No	Object as disclosed in the Offer Document	Amount disclosed in the Offer Document (Rs. In Lakhs)	Actual Utilised Amount (Rs In Lakhs)	Unutilised Amount (Rs In Lakhs)	Remarks
1	Prepayment or Repayment of all or a portion of certain outstanding borrowings availed by our Company	494	494	-	Nil
2	Funding the working capital requirements of our Company	1,186.00	1186	-	Nil
3	General Corporate Purposes	108.21	108.21	-	Nil
4	Issue Expenses in relation to the Fund Issue	198.69	198.69	-	Nil
		1,986.90	**1,986.90**	**0**	

For Popular Foundations Limited,

A.S.Venkatesh,
Managing Director
DIN: 01728817

ANNEXURE - C

KRISHAAN & CO.,
CHARTERED ACCOUNTANTS

FLAT NO. 10, 'C' WING
6TH FLOOR, PARSN MANERE
442 ANNA SALAI
CHENNAI 600 006
PH: +91-44-28272569
KSR@KRISHAAN.IN

To
The Board of Directors
Popular Foundations Limited
No:32/1,32/2, Kamatchi Apartments,
10th Ave, Ashok Nagar,
Chennai 600083

Respected Sir/Ma'am

Sub: Utilisation Certificate for IPO Proceeds as at March 31, 2026 for the expenditure incurred in relation to the initial offer proceeds of public issue of Popular Foundations Limited ("the Company")

We have been requested to certify the expenditure incurred by the Company in relation to the Initial Public Offer proceeds. For the purpose of certifying the below table, we have reviewed documents, statement, papers, books of account, etc. of the Company on the utilisation of the proceeds of the Public Issue. Based on our review of the same, we hereby certify that up to September 30, 2025 the Company has incurred the following expenditure as mentioned in the table below:

S.No	Object as disclosed in the Offer Document	Amount disclosed in the Offer Document (Rs. In Lakhs)	Actual Utilised Amount (Rs In Lakhs)	Unutilised Amount (Rs In Lakhs)	Remarks
1	Prepayment or Repayment of all or a portion of certain outstanding borrowings availed by our Company	494.00	494.00	-	Nil
2	Funding the working capital requirements of our Company	1,186.00	1,186.00	-	Nil
3	General Corporate Purposes	108.21	108.21	-	Nil
4	Issue Expenses in relation to the Fund Issue	198.69	198.69	-	Nil
		1,986.90	**1,986.90**	-	

KRISHAAN & CO. CHENNAI CHARTERED ACCOUNTANTS

KRISHAAN & CO.,
CHARTERED ACCOUNTANTS

Continuation Sheet

We hereby inform you that there has been no deviation(s) or variation(s) in the use of public issue proceeds raised from the Initial Public Offer ("IPO") by the Company for the year ended March 31, 2026.

Listing Date	Particulars	Amount (Rs. In Lakhs)
24/09/2024	IPO Funds	1,986.90

For Krishaan & Co.,
Chartered Accountants
FRN: 001453S

KRISHAAN & CO. CHENNAI CHARTERED ACCOUNTANTS

CA K Sundarrajan
Partner
M. No.: 208431
UDIN: 26208431NFOZSS7857

Place: Chennai
Date: 27-05-2026

POPULAR FOUNDATIONS LTD.
No.32/1, 32/2, Kamatchi Apartments, 10th Avenue, Ashok Nagar, Chennai - 600 083, India.
Ph : 91-44-24891914, 24717750, 42155997, 91-44-24897508 E-mail : info@grouppopular.com Web : www.grouppopular.com
GST No : 33AABCP6433G1ZO / CIN : L45201TN1998PLC041504

ANNEXURE- D

Date: May 27, 2026.

To,

Corporate Relationship Department,

BSE Limited, P.J. Towers,

Dalal Street, Mumbai - 400 001.

Scrip Code: 544259
Scrip Symbol: PFL

Sub: Declaration Pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (as amended).

Dear Sir(s),

I, N Chellappa, Chief Financial Officer of the company, hereby declare that the Statutory Auditor of the Company, M/s. Krishaan & Co, Chartered Accountants (FRN: 001453S) have issued an Audit report with an unmodified opinion on Standalone Audited Financial Results for Financial Results for the half year and year ended March 31, 2026.

This Declaration is given Pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended and SEBI Circular no. CIR/CFD/CMD/56/2016 Dated May 27, 2016.

This is for your information on record.

Thanking You,

N Chellappa,
Chief Financial Officer

KRISHAAN & CO.,
CHARTERED ACCOUNTANTS

FLAT NO. 10, 'C' WING
6TH FLOOR, PARSN MANERE
442 ANNA SALAI
CHENNAI 600 006
PH: +91-44-28272569
KSR@KRISHAAN.IN

Independent Auditor's Report on Standalone Annual Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended)

To the Board of Directors of Popular Foundations Limited

Report on the audit of the Standalone Annual Financial Results

Opinion

We have audited the accompanying standalone annual financial results of **Popular Foundations Limited** (hereinafter referred to as the "Company") for the year ended 31 March 2026, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone annual financial results:

a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

b. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Accounting Standards, and other accounting principles generally accepted in India, of the standalone net profit and other comprehensive income and other financial information for the year ended 31 March 2026.

Basis for Opinion on the Audited Standalone Annual Financial Results

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Results section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial results.



Management's and Board of Directors' Responsibility for the Standalone Annual Financial Results

This Statement has been prepared on the basis of the standalone annual financial statements and has been approved by the Company's Board of Directors.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone annual financial results, the Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.



As part of an audit in accordance with the Standards on Auditing, specified under section 143(10) of the Act, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone annual financial results made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and

- Evaluate the overall presentation, structure and content of the standalone annual financial results, including the disclosures, and whether the standalone annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter(s)

The standalone annual financial results include the results for the half year ended 31 March 2026 being the balancing figure between the audited figures in respect of the full financial year ended 31 March 2026 and the published unaudited year to date figures up to the first half of the current financial year, which were subject to limited review by us, as required under the Listing Regulations.

KRISHAAN & CO., CHENNAI CHARTERED ACCOUNTANTS

For Krishaan & Co.,
Chartered Accountants
Firm Regn.No : 001453S

K Sundarrajan
Partner
M. No: 208431
UDIN: 26208431TBHZOU4439

Place : Chennai
Dated : 27th May 2026

POPULAR FOUNDATIONS LTD.
No.32/1, 32/2, Kamatchi Apartments, 10th Avenue, Ashok Nagar, Chennai - 600 083, India.
Ph : 91-44-24891914, 24717750, 42155997, 91-44-24897508 E-mail : info@grouppopular.com Web : www.grouppopular.com
GST No : 33AABCP6433G1ZO / CIN : L45201TN1998PLC041504

NOTICE

Notice is hereby given that an Extraordinary General Meeting (EGM) of the Members of **Popular Foundations Limited** ("the Company") will be held on Saturday, June 20, 2026, at 11.15 a.m. by means of Video Conferencing [VC] / Other Audio-Visual Means [OAVM], to transact the following business:

SPECIAL BUSINESS:

1. To consider and if thought fit, to pass the following item of business, with or without modification as a Special Resolution:

Appointment of Ms Umaa Sharvani, as an Independent Director of the Company under Non-Executive Category:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and 162 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") (including any statutory modification or re-enactment(s) thereof for the time being in force), and in accordance with the provisions of Articles of Association of the Company and upon the recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Ms. Umaa Sharvani (DIN: 10566378), who was appointed as an Additional Non-Executive Director in the category of Independent Directors with effect from March 23, 2026, and who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations, be and is hereby appointed as an Independent Director of the Company for a first term of 5 (five) consecutive years from March 23, 2026 to March 22, 2031, and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the company be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

2. To consider and if thought fit, to pass the following item of business, with or without modification as a Special Resolution:

Re-appointment of Mr A S Venkatesh, as the Managing Director of the Company:

"**RESOLVED THAT** pursuant to the provisions of section 196 , 197, 198 and 203 read with Section II, Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies [Appointment and Remuneration of

Managerial Personnel] Rules, 2014 and SEBI [LODR] (including any amendments thereto or modification(s) or re-enactments(s) thereof) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals and consents as may be required, consent of the members of the Company be and is hereby accorded for the re- appointment and payment of remuneration to Mr A S Venkatesh (DIN: 01728817) Managing Director of the Company for a period of Three Years with effect from July 01, 2026 on following terms and conditions of remuneration:

Tenure	Three (03) years with effect from July 01, 2026
Salary	Rs.7,50,000 (Rupees Seven Lacs fifty thousand only) per month for a period of three (03) years with effect from July 01, 2026
Performance Allowance	Not exceeding Rs. 15 Lakhs p.a. as may be decided by the Board on the recommendation of the NRC
Perquisites	Medical Reimbursement for self and family including premium payable for medical insurance in accordance with the rules of the Company. Leave Travel Concession for self and family once in a year in accordance with the rules of the Company. Fees of clubs subject to a maximum of two clubs. This will not include admission fee and life membership fee. Personal Accident Insurance as per the rules of the Company. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and payment of Gratuity as per rules of the Company. Provision of Cars with driver for Company business as may be approved by the Board from time to time, the value of which will be evaluated as per Income Tax Rules, 1962. Provision of telephone / Mobile at the residence of the Managing Director. Such other perquisites, benefits and amenities as may be provided by the Company to other senior executives from time to time.
Nature of Duties	The Managing Director shall devote his time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the Company.
Minimum Remuneration	In the event of loss or inadequacy of profit, in any financial year, the Managing Director shall be paid remuneration by way of Salary, Performance Allowance and perquisites as specified above.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper and expedient to give effect to this resolution and matters connected herewith and incidental hereto."

3. To consider and if thought fit, to pass the following item of business, with or without modification as a Special Resolution:

Re-appointment of Mrs Vinita Venkatesh, as a Whole Time Director of the Company:

"**RESOLVED THAT** pursuant to the provisions of section 196 , 197, 198 and 203 read with Section II, Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies [Appointment and Remuneration of Managerial Personnel] Rules, 2014 and SEBI [LODR] (including any amendments thereto or modification(s) or re-enactments(s) thereof) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals and consents as may be required, consent of the members of the Company be and is hereby accorded for the re- appointment and payment of remuneration to Mrs Vinita Venkatesh (DIN: 01736279) Whole Time Director of the Company for a period of Three Years with effect from July 01, 2026 on following terms and conditions of remuneration:

Tenure	Three (03) years with effect from July 01, 2026
Salary	Rs.4,00,000 (Rupees Four Lacs only) per month for a period of three (03) years with effect from July 01, 2026
Performance Allowance	Not exceeding Rs. 7.50 Lakhs p.a. as may be decided by the Board on the recommendation of the NRC
Perquisites	Medical Reimbursement for self and family including premium payable for medical insurance in accordance with the rules of the Company. Leave Travel Concession for self and family once in a year in accordance with the rules of the Company. Fees of clubs subject to a maximum of two clubs. This will not include admission fee and life membership fee. Personal Accident Insurance as per the rules of the Company. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and payment of Gratuity as per rules of the Company. Provision of Cars with driver for Company business as may be approved by the Board from time to time, the value of which will be evaluated as per Income Tax Rules, 1962. Provision of telephone / Mobile at the residence of the Whole Time Director. Such other perquisites, benefits and amenities as may be provided by the Company to other senior executives from time to time.
Nature of Duties	The Whole Time Director shall devote her time and attention to the business of the Company and perform such duties as may be entrusted to her by the Board from time to time and exercise such powers as may be assigned to her, subject to the superintendence, control and directions of the Board in connection with and in the best interest of the Company.

Minimum Remuneration	In the event of loss or inadequacy of profit, in any financial year, the Whole Time Director shall be paid remuneration by way of Salary, Performance Allowance and perquisites as specified above.

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary, proper and expedient to give effect to this resolution and matters connected herewith and incidental hereto."

For and on behalf of the Board of Directors

SONIYA SHARMA
Company Secretary & Compliance Officer

Place: Chennai
Date: 27/05/2026

EXPLANATORY STATEMENT

(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

Item No. 1

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee appointed Ms Umaa Sharvani (DIN: 10566378) as an Additional Non Executive Director in the category of Independent Directors with effect from March 23, 2026, not liable to retire by rotation, subject to approval of the Members.

In terms of Section 161(1) of the Companies Act, 2013, Ms Umaa Sharvani holds office as an Additional Director upto the date of ensuing General Meeting and is eligible to be appointed as a Director of the Company. In terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), effective January 1, 2022, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. As per the provisions of the Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the company hereby propose the appointment of Ms Umaa Sharvani, as an Independent Director of the Company for a first term of 5 (five) consecutive years with effect from March 23, 2026 to March 22, 2031 and not be liable to retire by rotation. Ms Umaa Sharvani is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given her consent to act as a Director (in the category of Independent Directors). Further, the Company has also received declaration from Ms Umaa Sharvani that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under the SEBI (LODR) Regulations, 2015.

In the opinion of the Board, Ms Umaa Sharvani fulfils the conditions as specified in the Companies Act, 2013 and rules made thereunder and in SEBI (LODR) Regulations, 2015 for her appointment as an Independent Director of the Company and is independent to the management. Details of the Qualification, Experience, Area of Expertise along with Justification for appointment of Ms Umaa Sharvani are provided in the "Annexure A" to the Notice of EGM. She shall be paid remuneration by way of sitting fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board and reimbursement of expenses for participating in the Board and other meetings. The Board considers that her association would be of immense benefit to

the Company and it is desirable to avail the services of Ms Umaa Sharvani as an Independent Director.

Accordingly, the Board recommends the resolution in relation to appointment of Ms Umaa Sharvani as an Independent Director, for approval by the members of the Company.

Except Ms Umaa Sharvani, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in the resolution as set out at Item No. 1.

The Board recommends the Special Resolution set forth in Item No. 1 for the approval of the Members.

Item No. 2.

Mr A S Venkatesh, Managing Director was appointed for a period of 3 years with effect from July 01, 2023 by the members at the Extraordinary General Meeting held on January 22, 2024.

Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors, in their meeting held on May 27, 2026 re-appointed Mr A S Venkatesh as the Managing Director of the Company for a period of three years, subject to the approval of the Members, as set out in the Notice.

Hence, approval from the Members is now sought for his re-appointment as the Managing Director of the Company for a further period of 3 years.

The Company has not made any default in repayment of its debts or interest payable thereon during the preceding financial year 2025-26.

None of the Directors or Managers or Key Managerial Personnel and their relatives except Mr A S Venkatesh and Mrs Vinita Venkatesh are concerned or interested, financial or otherwise, in the aforesaid resolution.

The Board recommends the resolution as a Special Resolution.

Other Details as per the requirement of Companies Act, 2013:

I	General Information			
(1)	Nature of industry	Civil Construction Contractors		
(2)	Date or expected date of commercial production	Company is already into operations since 1998		
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
(4)	Financial performance	Particulars	YE 31.03.2026	YE 31.03.2025
			[Rs. In Lakhs]	
		Income	6178.59	5867.92

		PBT	107.34	545.98
		Tax	6.45	165.11
		PAT	100.89	380.87
		Dividend	Nil	Nil
(5)	Foreign investments or collaborations, if any.	*Not Applicable*		
(II)	Information about the appointee			
(1)	Back ground details	Mr A S Venkatesh, is an Engineer from IIT, Madras and holds a Management Degree from IIM, Ahmedabad. He is associated with the Company since its incorporation. He is a specialist in Civil Technology, Construction Engineering and Corporate Management.		
(2)	Past remuneration	For the fin. year ended 31.03.2026 – INR 60 Lakhs		
(3)	Recognition or awards	Mr A S Venkatesh is a member of several professional institutions in the construction industry and he is an active Rotarian.		
(4)	Job profile and his suitability	Subject to the superintendence, direction and control of the Board, Mr A S Venkatesh, Managing Director, is responsible for Operations of the Company.		
(5)	Remuneration proposed	As mentioned in the Notice		
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into consideration the size of the Company, the profile of Mr A S Venkatesh, the responsibilities shouldered by him, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial position in similar other companies in line with current market trends.		
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Besides the remuneration proposed, Mr A S Venkatesh does not have any other pecuniary relationship with the Company, directly or indirectly except as already disclosed.		
(III)	Other information			
(1)	Reasons for inadequate profits	Input cost escalation, Stiff Competition, Delay in collections are the reasons. As of now, Company is earning profits, however for the ease of procedural compliance, if required in future, the Company is going for additional compliance.		

(2)	Steps taken or proposed to be taken for improvement	Not Applicable, as Company is profit generating Company
(3)	Expected increase in productivity and profits in measurable terms.	Expected increase in turnover 5-15% each year
(4)	Other Directorships	Popular Estates Private Limited
(5)	Listed entities from which the person has resigned in the past three years	NIL
(6)	Shareholding in the Company	93,75,000 Shares

Item No. 3.

Mrs Vinita Venkatesh, Whole Time Director was appointed for a period of 3 years with effect from July 01, 2023 by the members at the Extraordinary General Meeting held on January 22, 2024.

Upon the recommendation of the Nomination and Remuneration Committee, the Board of Directors, in their meeting held on May 27, 2026 re-appointed Mrs Vinita Venkatesh as a Whole Time Director of the Company for a period of three years, subject to the approval of the Members, as set out in the Notice.

Hence, approval from the Members is now sought for her re-appointment as a Whole Time Director of the Company for a further period of 3 years.

The Company has not made any default in repayment of its debts or interest payable thereon during the preceding financial year 2025-26.

None of the Directors or Managers or Key Managerial Personnel and their relatives except Mrs Vinita Venkatesh and Mr A S Venkatesh are concerned or interested, financial or otherwise, in the aforesaid resolution.

The Board recommends the resolution as a Special Resolution.

Other Details as per the requirement of Companies Act, 2013:

I	General Information			
(1)	Nature of industry	Civil Construction Contractors		
(2)	Date or expected date of commercial production	Company is already into operations since 1998		
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
(4)	Financial performance	Particulars	YE 31.03.2026	YE 31.03.2025
			[Rs. In Lakhs]	

		Income	6178.59	5867.92
		PBT	107.34	545.98
		Tax	6.45	165.11
		PAT	100.89	380.87
		Dividend	Nil	Nil
(5)	Foreign investments or collaborations, if any.	Not Applicable		
(II)	Information about the appointee			
(1)	Back ground details	Mrs Vinita Venkatesh, holds Management Degree from IIM, Ahmedabad. She is associated with the Company since its incorporation. She is a specialist in Administration and Corporate Management.		
(2)	Past remuneration	For the fin. year ended 31.03.2026 – INR 48 Lakhs		
(3)	Recognition or awards	Mrs Vinita Venkatesh is a member of several professional institutions.		
(4)	Job profile and his suitability	Subject to the superintendence, direction and control of the Board, Mrs Vinita Venkatesh, Whole Time Director, is responsible for the management and administration of the Company.		
(5)	Remuneration proposed	As mentioned in the Notice		
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into consideration the size of the Company, the profile of Mrs Vinita Venkatesh, the responsibilities shouldered by her, the aforesaid remuneration package is commensurate with the remuneration package paid to managerial position in similar other companies in line with current market trends.		
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Besides the remuneration proposed, Mrs Vinita Venkatesh does not have any other pecuniary relationship with the Company, directly or indirectly except as already disclosed.		
(III)	Other information			
(1)	Reasons of inadequate profits	Input cost escalation, Stiff Competition, Delay in collections are the reasons. As of now, Company is earning profits, however for the ease of procedural compliance, if required in future, the Company is going for additional compliance.		

(2)	Steps taken or proposed to be taken for improvement	Not Applicable, as Company is profit generating Company
(3)	Expected increase in productivity and profits in measurable terms.	Expected increase in turnover 5-15% each year
(4)	Other Directorships	Popular Estates Private Limited Omega Forwarders & Supply Chain Solutions Pvt. Ltd.
(5)	Listed entities from which the person has resigned in the past three years	NIL
(6)	Shareholding in the Company	31,25,000 Shares

For and on behalf of the Board of Directors

SONIYA SHARMA
Company Secretary & Compliance Officer

Place: Chennai
Date: 27/05/2026

Notes:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business under Item nos. 1-3 set out above is annexed hereto.

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.grouppopular.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com / www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 17.06.2026 at 9.00 A.M. and ends on 19.06.2026 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 12.06.2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 12.06.2026.

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

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote

through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. 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 , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "**Access to e-Voting**" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "**Register Online for IDeAS Portal**" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 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. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on

	company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**

a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (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 signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rmmukund@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-

attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@grouppopular.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@grouppopular.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted 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 system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 in the notice to avoid last minute rush.

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

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (info@grouppopular.com). The same will be replied by the company suitably.

6. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM/EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM/EGM.

ANNEXURE A

Details of Directors or KMPs seeking appointment/ re-appointment:

Name of the Director	**Ms Umaa Sharvani**
Director Identification Number	**10566378**
Date of Birth / Age	**06-05-1978 / 48 Years**
Date of first Appointment	**23rd March 2026**

Brief Resume

Ms Umaa Sharvani is a Fellow Member of the Institute of Chartered Accountants of India, with over 15 years of professional experience. She holds a Bachelor of Commerce (B. Com) Degree and has been in practice since 2015. Her areas of expertise include Finance and Accounts, Taxation, Auditing and GST. She is currently serving as an Independent Director with Sri Lakshmi Saraswathi Textiles (Arni) Limited.

Relationship with Directors & Key Managerial Personnel: **NIL**

Qualification: **Chartered Accountant (FCA) & Bachelor of Commerce (B. Com.,)**

Directorship held in other Listed Companies: **Sri Lakshmi Saraswathi Textiles [Arni] Limited**

Committee Membership in other Listed Companies:
Audit Committee & NRC – Member
Stakeholder Relationship Committee - Chairman

Listed entities from which the person has resigned in the past three years: **NIL**

Shareholding in the Company: **NIL**