

ECOBORD INDUSTRIES LIMITED**REGISTERED OFFICE:** 65/1A, Ecohouse, Akarshak Building Opp. Nal Stop, Karve Road Pune 411004**CIN:** L24239MH1991PLC064087**Email:** cs.ecoboard@gmail.com**Tel:** (020) 40111927**Website:** www.ecoyou.in/investor-relations**Date: October 14, 2025****BSE Limited**

Corporate relationship Department
Phiroze jeejeebhoy Towers
Dalal Street, fort
Mumbai -400001

BSE Scrip Code- **523732**

Dear Sir/ Madam,

Subject: Extra Ordinary General Meeting Notice- Disclosure under Regulation 30 of the Securities and Exchange Board of India {Listing Obligations and Disclosure Requirements} Regulations, 2015.

Reference the captioned subject, please find enclosed herewith a copy of Notice of Extra Ordinary General Meeting dated November 07, 2025.

The Notice along with the Explanatory Statement, has been dispatched to all the Members whose names appear in the Register of Members or List of Beneficial Owners, as received from National Securities Depository Limited (NSDL) or Central Depository Services (India) Limited (CDSL) as on October 10, 2025 ("**Cut-off date**") and who have registered their e-mail addresses with the Company and/or with the Depositories/Depository Participants, in accordance with General Circular No. 14/2020 dated April, 2020, General Circular No.17/2020 dated April13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No.20/2021 dated December 8, 2021 and General Circular No.3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), and further circulars issued thereon.

Members holding shares in physical mode and who have not updated their email addresses with the Company/RTA and DP are requested to update their email addresses as per the instructions given in the enclosed Notice.

The copy of the said EGM Notice is being made available on the website of the Company, at the website www.ecoyou.in and on the websites of BSE Limited (www.bseindia.com). It is also being made available on the website of NSDL at the weblink <https://www.evoting.nsdl.com/>

You are requested to kindly take the above information on your records.

Thank you,

Yours faithfully,

For Ecoboard Industries Limited

RAMAKRISHNA
RAJU
GOTTUMUKKALA

Digitally signed by
RAMAKRISHNA RAJU
GOTTUMUKKALA
Date: 2025.10.14 17:26:54
+05'30'

Ramakrishna Raju Guttumukkala (G.R.K. Raju)**DIN: 01516984****Chairman & Managing Director**

Place: Pune

Date: 14/10/2025

Encl: a/a

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NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra-Ordinary General Meeting ("EGM") of the Members of **Ecoboard Industries Limited** will be held on **Friday, the 07th day of November' 2025** at 11:00 AM (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact the following businesses. The venue of the EGM shall be deemed to be the Registered Office of the Company, and the proceedings of the EGM shall be deemed to be made there at, to transact the following Special Businesses:

SPECIAL BUSINESSES:

ITEM # 1: APPROVAL FOR INCREASE IN THE AUTHORIZED SHARE CAPITAL OF THE COMPANY:

To consider and if thought fit, to pass, with or without modifications, the following resolution as an **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Section 61(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to the provisions of the Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company **from** ₹ 34,00,00,000/- (Rupees Thirty Four Crores) divided into 3,20,00,000 (Two Crore Thirty Lakhs) equity shares of ₹ 10/- (Rupees Ten) each and 2,00,000 (Two Lakhs) Cumulative Redeemable Preference Shares of ₹ 100/- (Rupees One Hundred) each **to** ₹ 36,50,00,000/- (Rupees Thirty Six Crores Fifty Lakhs) divided into 3,45,00,000 (Three Crore Forty Five Lakhs) equity shares of ₹ 10/- (Rupees Ten) each 2,00,000 (Two Lakhs) Cumulative Redeemable Preference Shares of ₹ 100/- (Rupees One Hundred) each by creating 25,00,000 (Twenty Five Lakhs) Equity shares of ₹ 10/- (Rupees Ten only) each."

RESOLVED FURTHER THAT pursuant to section 13 read with section 61 (1) (a) of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and subject to the approval of the shareholders of the Company, in terms of section 13 and section 61 of the Companies Act, 2013, the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by deleting the existing and the following be substituted in its place the following clause as Clause 5, be as under:

"Clause 5.

The Authorized Share Capital of the Company is Rs. 36,50,00,000/- rupees divided into 3,45,00,000 Equity Shares of Rs.10/- each and Rs. 20,00,00,000/- rupees divided into 2,00,000 Preference shares of Rs.100/- each.

RESOLVED FURTHER THAT subject to and in accordance with the provisions of the Act, as may be applicable from time to time, the Board of Directors of the Company be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and with power on behalf of the Company to settle any questions,

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difficulties or doubts that may arise in this regard without requiring the Board of Directors to secure any further consent or approval of the members of the Company and further any acts, deeds or things done in this regard by and/or with authority of the Board, be and are hereby ratified".

ITEM # 2: ISSUE OF 34,41,417 EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS:

To consider and if thought fit, to pass, with or without modifications, the following resolution as an **SPECIAL RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Companies Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time and the Companies (Share Capital and Debentures) Rules, 2014, as amended from time to time and other relevant rules made thereunder (including any statutory modification(s) thereto or reenactment thereof for the time being in force), and in accordance with the Foreign Exchange Management Act, 1999, as amended or restated ("FEMA"), and rules, circulars, notifications, regulations and guidelines issued under FEMA, the enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of the uniform listing agreement entered into by the Company with the relevant stock exchange where the equity shares of the Company are listed ("Stock Exchange"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Government of India and subject to the approvals, consents, permissions and/ or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or, modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the Board of Directors of the Company (hereinafter referred to as the "Board" which terms shall be deemed to include any committee duly constituted by the Board, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, **16,25,000 (Sixteen Lakh Twenty Five Thousand Only)** equity shares of face value of ₹ 10/- (Rupees Ten only) each fully paid up, at an issue price of ₹ 33.50/- (Rupees Thirty Three and Fifty paise only) per equity share (which includes a premium of ₹ 23.50/- per equity share), on preferential basis aggregating to **Rs. 5,44,37,500/- (Rupees Five Crores Forty Four Lakh Thirty Seven Thousand Five Hundred Only)** to **Mr. Rama Krishna Raju Gottumukkala, a person belonging of Promoter Category, towards repayment / appropriation of its existing debt, and 18,16,417 (Eighteen Lakh Sixteen Thousand Four Hundred and Seventeen)** equity shares of face value of ₹ 10/- (Rupees Ten only) at an issue price of ₹ 33.50/- (Rupees Thirty Three and Fifty paise only) per equity share (which includes a premium of ₹ 23.50/- per equity share) on preferential basis, **for Cash** to the below mentioned Proposed Allottees from the 'Non-Promoter- public' category, at an aggregating consideration of up

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to ₹ 11,52,87,469.50 /- (Rupees Eleven Crore Fifty-Two Lakh Eighty-Seven Thousand Four Hundred Sixty-Nine and Paise Fifty Only), determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, 2018 and subsequent amendment thereto, with the terms as set out herein, and in the explanatory statement to this Notice calling EGM, and on such other terms and conditions as set out herein, subject to applicable laws and regulations, including the provisions of Chapter V of the SEBI ICDR Regulations and the Act,

Sr. No.	Name of Proposed Allottee(s)	Category/Status	Number of equity shares proposed to be allotted	Consideration
1.	RAMA KRISHNA RAJU GOTTUMUKKALA	Promoter- Individual	16,25,000	Repayment / Appropriation of existing Unsecured Loan
2	SUMAN GUPTA	Non Promoter – Public	2,23,880	Cash
3	RAJESWARI REGULAVALASA	Non Promoter – Public	50,000	Cash
4	SUJATHA TALASILA	Non Promoter – Public	50,000	Cash
5	PUSHKALA AVENUES LLP	Non Promoter – Public Body Corporate	14,92,537	Cash
	Total		34,41,417	

RESOLVED FURTHER THAT the “Relevant Date” pursuant to Regulation 161 of the SEBI (ICDR) Regulations in relation to the above-mentioned Preferential Issue is **Wednesday, 8th October, 2025**, being the date, which is 30 days prior to the date on which the resolution will be deemed to be passed at this Extraordinary General Meeting i.e. **Friday, 07th November’ 2025**.

RESOLVED FURTHER THAT the new equity shares shall rank pari-passu with the existing equity shares of the Company in all respects and that the equity shares so allotted during the financial year shall be entitled to the dividend, if any, declared including other corporate benefits, if any, for which the book closure or the Record Date falls subsequent to the allotment of equity shares.

RESOLVED FURTHER THAT the aforesaid equity shares allotted in terms of this resolution shall be subject to lock-in requirements as per the provisions of Chapter V of SEBI ICDR Regulations, 2018 and any amendment(s) thereto from time to time.

RESOLVED FURTHER THAT the aforesaid issue of equity shares shall be subject to the following terms and conditions apart from others as detailed in the explanatory statement to this Notice and as prescribed under applicable laws:

- The consideration payable by Mr. Rama Krishna Raju Gottumukkala, promoter of the Company, shall be adjusted/appropriated against the outstanding unsecured loans forwarded by him to

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- the Company from time to time and remaining proposed allottees of the equity shares shall be required to bring in 100% of the consideration, for the equity shares to be allotted, on or prior to the date of allotment thereof;
- ii. The consideration for allotment of the relevant Equity Shares (except in case where consideration is paid by way of adjustment / appropriation against existing unsecured loans given to the Company) shall be paid to the Company from the bank account of the Allottees and shall be kept by the Company in a separate bank account. The monies received by the Company from the Investor(s) for application of the Equity Shares pursuant to this preferential issue shall be kept by the Company in a separate bank account;
 - iii. The preferential issue will not result in a change in control.
 - iv. The pre-preferential shareholding of the Proposed Allottee, if any and equity shares to be allotted shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.
 - v. The equity shares so allotted to the Proposed Allottee under this resolution shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations, 2018 except to the extent and in the manner permitted thereunder by law;
 - vi. Allotment of equity shares shall only be made in dematerialized form within a period of 15 (fifteen) days from the date of passing of the special resolution by the shareholders of the Company for their issuance, provided that where the allotment of equity shares is subject to receipt of any approval or permission from any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of last of such approval, or permission;
 - vii. The Equity Shares to be issued and allotted pursuant to this resolution shall be subject to provisions of articles and memorandum of association of the Company and shall be fully paid up and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof;. and
 - viii. The equity shares after allotment shall be listed on the Stock Exchange(s) where the existing equity shares of the Company are listed, subject to the receipt of necessary permissions or approvals as the case may be.

RESOLVED FURTHER THAT the members of the company hereby takes note of the certificate, as required under Regulation 163(2) of the ICDR Regulations from CS Surya Prakash Bhamidipati, Practicing Company Secretary (Membership No. A24253, CP No. 09604 certifying that the above issue of equity shares of the Company is being made in accordance with the SEBI (ICDR) Regulations.

RESOLVED FURTHER THAT subject to any applicable statutory approval(s) or permission(s), if required, the aforesaid approval accorded by the members of the Company, shall not become infructuous in its entirety for the mere reason that if any of the above Proposed Allottee(s) is/are held either ineligible or disqualified or otherwise failed to comply with any of the statutory requirement including the terms of this approval by members; and the Board/Committee(s) of the Board may, in the best interest of the Company, give effect to this resolution after eliminating the name(s) of such Proposed Allottee(s).

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RESOLVED FURTHER THAT pursuant to the provisions of the Act, the names and addresses of the allottees be recorded in Form PAS-5 by the Company for the issue of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the allottees inviting them to subscribe to the Equity Shares, as per the draft approved by the Board and consent of the members of the Company is hereby accorded to the issuance of the same to the allottees inviting them to subscribe to the equity shares.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board/Committee(s) of the Board and the Company Secretary be and are hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchanges for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders.

RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the members of the Board and such other persons as may be authorized by the Board, on behalf of the Company, be and are hereby severally authorized to execute and deliver any and all other documents, papers and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the preferential issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by this resolution, as it may deem fit in its absolute discretion, to any director(s), committee(s), executive(s), officer(s), company secretary or authorized signatory(ies) to give effect to this resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

ITEM # 2: ISSUE OF CONVERTIBLE WARRANTS, CONVERTIBLE INTO EQUITY SHARES TO PERSON(S) BELONGING TO PERSON(S) BELONGING TO PROMOTER CATEGORY ON PREFERENTIAL BASIS:

To consider and if thought fit, to pass, with or without modifications, the following resolution as an

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SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 23, 42 and 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force) (the **"Act"**); and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (**"ICDR Regulations"** or **"SEBI ICDR Regulations"**); and any other rules/ regulations/ guidelines, if any, prescribed by the Securities and Exchange Board of India (**"SEBI"**), Reserve Bank of India (**"RBI"**), Foreign Exchange Management Act, 1999, as amended, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000, as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, Stock Exchanges where the equity shares of the Company are listed (**"Stock Exchanges"**) and/ or any other statutory/ regulatory authority; and the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (**"Listing Regulations"**); and the Memorandum and Articles of Association of the Company; and subject to the approval(s), consent(s), permission(s) and/ or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such conditions and modifications, as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and/ or sanction(s), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **"Board"** which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution), the Consent of the Members of the Company be and is hereby accorded to create, offer, issue and allot, **on preferential basis**, in one or more tranches, up to maximum of **18,07,835** (Eighteen Lakh Seven Thousand Eight Hundred Thirty-Five Only) Convertible Warrants (**"Warrants"**) entitling the warrant holder to exercise option to convert and get allotted one Equity Share of face value of ₹ 10/- (Rupees Ten only) each fully paid-up against each warrant within 18 (Eighteen) months from the date of allotment of warrants, in such manner and on such terms and conditions as set out in the Explanatory Statement annexed to the notice and at a price of ₹ 33.50/- (Rupees Thirty Three and Fifty Paise Only) (including premium of ₹23.50/- each) (**hereinafter referred to as the "Issue Price" or "Warrants Issue Price"**), aggregating up to ₹ 6,05,62,472.50 /- (Rupees Six Crore Five Lakh Sixty-Two Thousand Four Hundred Seventy-Two and Paise Fifty Only) or at such other higher prices and aggregate amount, if any, determined in accordance with the relevant provisions of Chapter V of SEBI ICDR Regulations, in such manner and on such other terms and conditions, as may be approved or finalized by the Board, to the following **'Proposed Allottees', towards repayment / appropriation of its existing debt** as detailed herein below:

Sr. No.	Name of Proposed Allottee(s)	Category/Status	Number of Warrants shares proposed to be allotted	Consideration
1.	RAMA KRISHNA RAJU GOTTUMUKKALA	Promoter- Individual	18,07,835	Repayment / Appropriation of existing Unsecured Loan

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RESOLVED FURTHER THAT the offer, issue and allotment of the aforesaid Warrants to the Proposed Allottee and the Equity Shares resulting from the exercise of the entitlement of the said warrants, without prejudice to the generality of the above, shall be subject to applicable guidelines, notifications, rules and regulations and on the terms and conditions given herein below:

- a) The “**Relevant Date**” pursuant to Regulation 161 of the SEBI (ICDR) Regulations in relation to the above-mentioned Preferential Issue of Warrants is **Wednesday, 8th October’ 2025**, being the date, which is 30 days prior to the date on which the resolution will be deemed to be passed at this Extraordinary General Meeting i.e. **Friday, 07th November’ 2025**.
- b) The amount payable on Allotment of Warrants shall be 25% of the price per warrant which shall be adjusted / appropriated against the existing unsecured loans given to the Company by Rama Krishna Raju Gottumukkala. Further, the amount payable before the date of conversion of Warrants into Equity Shares would be 75% of the total consideration which shall also be adjusted / appropriated against the existing unsecured loans given to the Company by Rama Krishna Raju Gottumukkala.
- c) The said Warrant(s) shall be issued and allotted to the Non - Promoters within a period of 15 days from the date of passing of this resolution, in dematerialized form provided that in case the allotment of the said Warrants is pending on account of pendency of any approval or permission by any regulatory authority or the Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last such approval or permissions.
- d) The Equity Shares allotted on conversion of the Warrants shall rank pari -passu in all respects (including voting powers and the right to receive dividend), with the existing equity shares of the Company from the date of allotment thereof and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- e) The tenure of warrants shall not exceed 18 (eighteen) months from the date of allotment of the warrants.
- f) The proposed allottee(s) of Warrants shall be entitled to exercise option to convert warrants, in one or more tranches for allotment of one Equity Share of face value of ₹ 10/- (Rupees Ten only) for every warrant, within a period of 18 (eighteen) months from the date of allotment of such warrants.
- g) In case the Warrant holder does not apply for the conversion of the outstanding Warrants into Equity Shares of the Company within 18 (eighteen) months from the date of allotment of the said Warrants, then the amount paid on each of the said outstanding Warrants shall be forfeited and all the rights attached to the said Warrants shall lapse automatically.
- h) The said Warrants by themselves until exercise of conversion option and Equity Shares allotted, do not give to the Warrant holder any rights with respect to that of the Shareholders of the Company.

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- i) The Warrants shall be exercised in a manner that is in compliance with the minimum public shareholding norms prescribed for the Company under the LODR Regulations and the Securities Contracts (Regulation) Rules, 1957.
- j) The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be including any modifications thereof.
- k) Upon exercise of the option by the allottee to convert the warrants within a period of 18 months, the equity shares, pursuant to exercise of warrants, shall be allotted in compliance with provisions of Regulation 162(2) of ICDR Regulations.
- l) The Warrants and the Equity Shares allotted pursuant to exercise of such Warrants shall be subject to a lock-in for such period as specified under applicable provisions of the ICDR Regulations and allotted equity shares shall be listed on the stock exchanges subject to the receipt of necessary permissions and approvals.
- m) The Company shall provide the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant holders upon exercise of the Warrants from the relevant Stock Exchanges in accordance with the LODR Regulations and all other applicable laws, rules and regulations.
- n) the pre-preferential allotment shareholding of the Proposed Allottees, if any, in the Company shall be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the allottees and issue a private placement offer cum application letter in the Form PAS-4 to the allottees inviting to subscribe to the Warrants in accordance with the provisions of the Act.

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottees be recorded for the issuance of invitation to subscribe to Equity Shares or Warrants in Form No. PAS-5 together with an application form be issued to the Proposed Allottee inviting it to subscribe to Equity Shares or Warrants, as the case may be.

RESOLVED FURTHER THAT the amount received by the Company for application of the Warrants pursuant to the Preferential Issue shall be kept by the Company in a separate bank account and shall be utilized by the Company only upon allotment of Warrants by the Board.

RESOLVED FURTHER THAT the Company hereby takes note of the certificate from CS Surya Prakash Bhamidipati, Practicing Company Secretary (Membership No. A24253, CP No. 09604 certifying that the above issue of equity shares of the Company is being made in accordance with the SEBI (ICDR) Regulations.

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RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such Equity Shares as may be required to be issued and allotted upon conversion of the said Warrants and that Equity Shares shall be subject to the provisions of the Articles of Association of the Company and shall rank pari-passu in all respects, including entitlement for dividend, with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to decide and approve other terms and conditions of the issue of the Warrants and/ or Equity Shares and shall also be entitled to vary, modify or alter any of the terms and conditions, as it may deem fit, subject however to compliance with the applicable guidelines, notifications, rules and regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, and the Key Managerial Personnel, be and is hereby jointly and severally authorized on behalf of the Company to do all such other acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, without being required to seek any further consent or approval of the members of the Company, including but not limited to the following:

- I. to issue and allot the Warrants and such number of equity shares may be required to be issued and allotted upon exercise/ conversion/ exchange of the Warrants, without requiring any further approval of the Members;
- II. to negotiate, finalize and execute all necessary agreements/ documents/ form filings/ applications to effect the above resolutions, including making applications to Applicable Regulatory Authorities, like applications to the Stock Exchanges for obtaining in-principle approval for the Warrants to be allotted pursuant to the Preferential Issue, and for obtaining listing approval and trading approval for the equity shares to be allotted upon conversion of the Warrants;
- III. to vary, modify or alter any of the relevant terms and conditions, attached to the Warrants to be allotted to the Proposed Allottees, and to effect any modifications, changes, variations, alterations, additions and/or deletions to the Preferential Issue, as may be required by any regulatory or other authorities involved in or concerned with the issue and allotment of the Warrants;
- IV. to resolve and settle any matter, question, difficulty or doubt that may arise in regard to the issuance and allotment of Warrants and the equity shares to be allotted pursuant to the conversion of the Warrants, without requiring any further approval of the Members, and to authorize all such persons as may be deemed necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit;
- V. to issue clarifications on the offer, issue and allotment of the equity shares to be allotted pursuant to the conversion of the Warrants and listing of the equity shares to be allotted pursuant to the conversion of the Warrants on the Stock Exchanges, without limitation, as per the terms and conditions of the SEBI ICDR Regulations, the SEBI Listing Regulations, and other applicable guidelines, rules and regulations.
- VI. to execute the necessary documents and enter into contracts, arrangements, agreements, documents (including appointment of agencies, intermediaries, monitoring agency and advisors

ECOBBOARD INDUSTRIES LIMITED**REGISTERED OFFICE:** 65/1A, Ecohouse, Akarshak Building Opp. Nal Stop, Karve Road Pune 411004**CIN:** L24239MH1991PLC064087**Email:** cs.ecoboard@gmail.com**Tel:** (020) 40111927**Website:** www.ecoyou.in/investor-relations

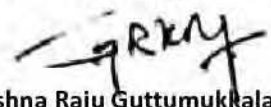
- for the Preferential Issue of the Warrants and the equity shares to be allotted pursuant to the conversion of Warrants on a preferential and private placement basis);
- VII. to undertake all such actions and compliances as may be necessary, desirable or expedient for the purpose of giving effect to this resolution in accordance with applicable law including the SEBI ICDR Regulations and the SEBI Listing Regulations and to take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing, and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers conferred upon it by this resolution, as it may deem fit in its absolute discretion, to any director(s), committee(s), executive(s), officer(s), company secretary or authorized signatory(ies) to give effect to this resolution, including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint any professional advisors, bankers, consultants, advocates and advisors to give effect to this resolution and further to take all other steps which may be incidental, consequential, relevant or ancillary in this regard.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

BY ORDER OF THE BOARD OF DIRECTORS
for **ECOB**BOARD INDUSTRIES LIMITED




Ramakrishna Raju Guttumukkala
(G.R.K. Raju)
Chairman & Managing Director
DIN: 01516984

Place: Hyderabad
Date: 11/10/2025

ECOBBOARD INDUSTRIES LIMITED**CIN:** L24239MH1991PLC064087**Regd. Off:** 5/1a, Ecohouse, Akarshak Building, Opp. Nal Stop,
Karve Road, Pune-411004, Maharashtra, India,**Tel:** 020-40111927**Email:** cs.ecoboard@gmail.com**Website:** www.ecoyou.in

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NOTES:

1. The Ministry of Corporate Affairs (MCA') has, vide its circular dated April 8, 2020, April 13, 2020, May 5, 2020, December 8, 2021, May 5, 2022, December 28, 2022, and September 19, 2024 (collectively referred to as 'MCA Circulars'), permitted convening EGM through VC or OAVM, without physical presence of the Members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act'), circulars issued by Securities and Exchange Board of India and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), this EGM is being held through VC/OAVM, which does not require physical presence of members at a common venue. The deemed venue for the EGM shall be the Registered office of the Company.
 2. A statement pursuant to Section 102(1) of the Companies Act, 2013, with respect to the Special Business set out in the Notice is annexed.
 3. The Company has appointed NSDL to provide a Video Conferencing facility for the e-EGM.
 4. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), the company has engaged the services of M/s National Securities Depository Limited, to provide remote e-voting facility before the meeting; and to provide e-voting platform during the meeting, in a secured manner. M/s National Securities Depository Limited is appointed to provide a platform for convening the meeting through Video Conferencing; to handle and supervise the entire process of holding the meeting through Video Conferencing, e-voting, and processing of data relating to the meeting and voting, etc.
 5. Notice of the meeting is being sent to all such equity shareholders who hold shares as on the cut-off date i.e. **Friday, 10th October' 2025**. A person, whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date shall only be entitled to cast their vote through Remote E-voting. A person who is not a member as on Cut-off date will not be entitled to vote and should treat this Notice for information purpose only.
 6. In compliance with the aforesaid circulars and in accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice of the Company for the EGM are being sent by e-mail to those Members who have registered their e-mail address with the Company's Registrars and Share Transfer Agents (RTA) (in respect of shares held in physical form if any) or with their Depository Participants (DPs) (in respect of shares held in electronic form) and made available to the Company by NSDL and CDSL.
 7. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this EGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance
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of members has been dispensed with. Accordingly, the facility for appointments of proxies by the members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed hereto.

8. The attendance of the members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the Quorum under Section 103 of Companies Act, 2013.
 9. Since the EGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
 10. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
 11. Mr. Satish Kolhe Partner of M/s. S D Kolhe & Company, Company Secretaries, C.P. No.23879.; Practicing Company Secretary, has been appointed as the Scrutinizer to scrutinize the entire e-voting process (remote e-voting and e-voting at the EGM) in a fair and transparent manner.
 12. The Scrutinizer shall, immediately after the conclusion of the EGM, count the votes cast through e-Voting at the EGM, thereafter unblock the votes cast through remote e-Voting and make, not later than two (02) working days in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman or to a person authorized by the Chairman in writing who shall countersign the same.
 13. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Company at cs.ecoboard@gmail.com.
 14. The Results declared along with the report of the Scrutinizer shall be forwarded to the Stock Exchange i.e BSE Limited, where the shares of the company are listed. The results shall also simultaneously be placed on the website of the Company and on the website of CDSL at <https://www.evoting.nsdl.com/>.
 15. The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the Results of the voting and the date of passing of result on the resolutions shall deem to be the date of the EGM.
 16. All the documents which are relevant and referred to in the Notice or Explanatory Statement will be available for Inspection of members at the registered office of the Company during the working hours on all working days upto the date of EGM.
 17. NSDL e-Voting System – For e-voting and Joining Virtual meetings.
-

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

The remote e-voting period begins on **at 09:00 A.M. on Tuesday 04th November, 2025 and ends on at 05:00 P.M. on Thursday 06th November, 2025** 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. Friday, 31st November, 2025, 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 Friday, 31st November, 2025.

How do I vote electronically using the 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 09th December, 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.	<ol style="list-style-type: none"> Existing IDeAS users 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 the e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, the 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 Visit the e-Voting website of NSDL. Open a 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 held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-Voting page. Click on company name

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	<p>or e-Voting service provider i.e. NSDL and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in DEMAT mode with CDSL	<p>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 use your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see the 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 are 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.</p> <p>3. If the user is not registered for Easi/Easiest, the 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.</p> <p>4. Alternatively, the user can directly access e-Voting pages by providing Demat Account Number and PAN No. from an 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, users will be able to see the e-Voting option where the e-voting is in progress and also be able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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 the 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 the e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open a 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 :

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Manner of holding shares i.e., DEMAT (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in a 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 the DEMAT account with CDSL.	16 Digit Beneficiary ID 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***

1. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using the 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 the process **for those shareholders whose email ids are not registered.**

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2. 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.
3. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
4. Now, you will have to click on the “Login” button.
5. After you click on the “Login” button, Home page of e-Voting will open.

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

How to cast your vote electronically and join the 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 who’s voting cycle and General Meeting is in active status.
2. Select “EVEN” of the company for which you wish to cast your vote during the remote e-Voting period and cast your vote during the General Meeting. For joining a virtual meeting, you need to click on the “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

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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 email to cs.satishkolhe@gmail.com with a copy marked to evoting@nsdl.co.in. 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 and 022 - 2499 7000 or send a request to Mr. Sagar G Gudhate 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 cs.ecoboard@gmail.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 cs.ecoboard@gmail.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 meetings 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.

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SETTING OUT MATERIAL FACTS OF SPECIAL BUSINESSES AS SET OUT IN ITEM # 1 TO ITEM # 4.

ITEM # 1

The present Authorized Share Capital of the Company is Rs. 34,00,00,000 (Rupees Thirty Four Crores Only) divided into 3,20,00,000 (Three Crore Twenty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and 2,00,000 (Two Lakhs) Cumulative Redeemable Preference Shares of Rs. 100/- (Rupees One Hundred Only) each.

Considering the increased fund requirements of the Company, the Board at its Meeting held on 11th October 2025, had accorded its approval for increasing the Authorised Share Capital from Rs. 34,00,00,000 (Rupees Thirty-Four Crores Only) to Rs. 36,50,00,000 (Rupees Thirty-Four Crores Only) by creation of 25,00,000 (Twenty Five Lakhs) additional equity share of Rs.10/- each, subject to shareholders approval.

For the purposes as stated hereinabove, it is recommended by the Board that the present Authorized Share Capital should be revised to 36,50,00,000/- (Rupees Thirty-Six Crore Fifty Only) divided into 3,45,00,000 (Three Crore Fourty Five Lakhs Only) equity shares of Rs. 10/- (Rupees Ten Only) each and 2,00,000 (Two Lakhs Only) Cumulative Redeemable Preference Shares of Rs. 100/- (Rupees One Hundred Only) each by creating 90,00,000 (Ninety Lakhs) Equity shares of Rs. 10/- (Rupees Ten only) and Clause V of the Memorandum of Association should be amended accordingly.

The Board recommends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the members. None of the directors, key managerial personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

ITEM # 2 and 3 :

In accordance with Sections 23, 42 and 62 and other applicable provisions of the Companies Act, 2013 (the "Act") and the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI (ICDR) Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, approval of Members of the Company by way of Special Resolution is required to issue of equity shares ("Equity Shares") and warrants convertible in to equity shares ("Warrants") to the Proposed Allottees, on a preferential basis in compliance with applicable provisions of the SEBI (ICDR) Regulations.

The approval of the members is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made there under Regulation 160 of the SEBI (ICDR) Regulations, 2018.

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The Board of Directors in its meeting held on 11th October' 2025, had approved the issue of equity shares and convertible warrants and accordingly proposes to create, issue, offer and allot in aggregate up-to maximum of 18,07,835 of convertible Warrants to the persons belonging to Promoter and up-to maximum of 34,41,417 number of Equity Shares to the persons belonging to persons belonging to Promoter and Non Promoter, at a price of ₹ 33.50/- (Rupees Thirty Three and Fifty Paise Only) each, on a preferential basis in compliance with applicable provisions of the SEBI (ICDR) Regulations and other provisions of applicable laws.

The Valuation report as required under Reg. 166A of SEBI ICDR Reg, 2018 has been Issued by Mr. Ramesh Atluri, Registered Valuer, Vide IBBI Regn No. IBBI/RV/02/2019/12515 dated 11.10.2025 has been placed on the website of the Company at <http://www.ecoyou.in>. This report is considered for determining the Issue price for the proposed Preferential Issue.

The details in relation to the preferential issue as required under the SEBI (ICDR) Regulations and the Act read with the rules issued thereunder, are set forth below:

1. The allotment of the equity shares and convertible warrants is subject to the proposed allottee(s) not having sold any equity shares of the Company during the 90 Trading Days preceding the Relevant Date. The Proposed Allottee(s) have represented that the allottee(s) have not sold any equity shares of the Company during 90 Trading Days preceding the Relevant Date.
2. The relevant disclosures as required under Regulation 163(1) of Chapter V of the SEBI (ICDR) Regulations are set out below:

(i) Objects of the Preferential Issue :

Objects of the proposed Fund Raising under separate head:

- a. The amounts proposed to be **raised by of Equity shares and Convertible Warrants**, the company intends to use for one or more, or any combination of the following :

Sr. No.	Intended Utilisation of Proceeds	Amount (Rs.)	Consideration	Schedule of Implementation
1.	Repayment of Loan	11,49,99,975.50	Adjustment / Appropriation of existing Unsecured Loan	No Cash inflow, the said amount has already been deployed.
2.	Working Capital Requirement	4,58,49,969.50	To be received in Cash	Within 6 months from the date of allotment.
3.	General Corporate Purposes	Upto 1,50,00,000	To be received in Cash	Within 6 months from the date of allotment.
	Total	17,58,49,942.00		

In terms of BSE Notice No. 20221213-47 dated December 13, 2022, the amount specified for the above-mentioned object of issue size may deviate +/- 10% depending upon the future circumstances

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given that the Objects are based on management estimates and other commercial and technical factors and the funds to be used for general Corporate purposes shall not exceed twenty-five percent of the funds to be raised through this preferential issue.

It may please be noted that the consideration receivable from Mr. Rama Krishna Raju Gottumukkala will be adjusted / appropriated against the unsecured loans given by him to the Company from time to time. Hence, there will be no actual cash inflow for the same.

Interim Use of Proceeds

Any pending utilization of the gross proceeds will be deposited exclusively with scheduled commercial banks listed in the second schedule of the Reserve Bank of India Act, 1934, in accordance with all applicable laws and regulations.

Monitoring of Utilization of Funds

The provisions as per Reg 162A of SEBI (ICDR) Reg, 2018 is not applicable as the issue size does not exceed monetary limit as prescribed thereunder.

Schedule of Implementation and Deployment of Funds

If the Issue Proceeds are not utilized (in full or in part) for the Objects during the period stated above due to any such factors, the remaining Issue Proceeds shall be utilized in subsequent periods in such manner as may be determined by the Board, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board, subject to compliance with applicable laws. Further, if the full issue proceeds as stated above is not received due to technical factors, all heads under objects of the issue, shall get adjusted proportionately as may be determined by the Board/ Committee constituted by the Board, subject to compliance with applicable laws.

Since present preferential issue is for equity shares and convertible warrants, issue proceeds in respect of warrants shall be received by the Company in 18 months period from the date of allotment of warrants in terms of Chapter V of the SEBI (ICDR) Regulation, and as estimated by our management, the entire proceeds received from the issue would be utilized for the all the above-mentioned objects, in phases, as per the company's business requirements and availability of issue proceeds. However, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board, subject to compliance with applicable laws.

(ii) Maximum number of specified securities to be issued:

The resolutions set out in this notice authorize the Board to issue up to maximum of **18,07,835** Convertible Warrants, and up to maximum of **34,41,417** number of Equity Shares having Face Value of

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Rs.10/- each at a price of ₹ 33.50/- (Rupees Thirty Three and Fifty Paise) per including premium of ₹ 23.50/- (Rupees Twenty Three and Fifty Paise only).

(iii) Intent of the Promoters, Directors or Key Managerial Personnel of the Company to subscribe to the Preferential Allotment

Except Mr. Rama Krishna Raju Gottumukkala, Promoter and Executive Director of the Company, being an allottee of 18,07,835 Warrants as well as 16,25,000 Equity shares, none of the remaining promoters, directors or key management personnel of the issuer intent to subscribe to the offer,

(iv) Shareholding pattern of the Company before and after the Preferential Allotment of warrants on a fully diluted basis is given as under.

S. No.	Category	Pre -Issue		Post Issue	
		No. of Shares Held	% of share Holding	No. of Shares held	% of share Holding post Preferential/Fully Diluted Capital
A	Promoter's holding :				
1.	Indian	-	-	-	-
	Individuals/ HUF	1,02,24,658	44.52	1,36,57,493	39.98
	TOTAL	-	-	-	-
2.	Foreign Promoters	-	-	-	-
	Sub Total (A)	1,02,24,658	44.52	1,36,57,493	39.98
B	Non-Promoters' holding:				
B1.	Institutional				
	Institutional Domestic	-	-	-	-
	Institutions (Foreign)	-	-	-	-
2.	Central Government/State Government(s)/ President of India	-	-	-	-
3.	Non-Institution Investors				
	Indian public – Individual	1,08,36,302	47.19	1,18,11,682	34.57
	Non- Resident Indians	1,07,767	0.47	1,07,767	0.32
	Bodies Corporate excluding LLP	7,14,297	3.11	15,14,297	4.43
	Other – including, Partnership Firms LLP, HUF, Trust(s) and clearing Members	10,82,299	4.71	70,71,336	20.70

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Sub Total (B)	1,27,40,665	55.48	2,05,05,082	60.02
GRAND TOTAL (A+B)	2,29,65,323	100.00	3,41,62,575	100.00

Notes:

1. The above mentioned post preferential issue shareholding pattern of the Company is calculated on basis of assuming full subscription of equity shares and full conversion of warrants to be allotted under the present issue, and full conversion of 59,48,000 warrants allotted on April 09, 2025.
2. The pre-preferential shareholding pattern is prepared on the basis of benpos received from the Registrar and Share Transfer agents of the Company on October 10, 2025.

(v) Time frame within which the Preferential Allotment shall be completed

Pursuant to the provisions of Regulation 170 of SEBI (ICDR) Regulations, the allotment of equity shares and convertible warrants shall be made by the company within a period of Fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the said equity shares and convertible warrants is pending on account of pendency of any regulatory approval, then such issue and allotment shall be completed within a period of Fifteen (15) days from the date of receipt of last of such approvals.

Further, upon exercise of the option by the allottee to convert the warrants within a period of 18 months, the equity shares, pursuant to exercise of warrants, shall be allotted within a period of 15 days from the date of such exercise by the allottee in compliance with provisions of Regulation 162(2) of ICDR Regulations.

(vi) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any

S. No.	Name of the Proposed Allottee	Natural persons who are the ultimate beneficial owners ¹	Pre-Issue Shareholding ²		No of Specified Securities to be allotted	Type of Security Allotted	Post Preferential issue/Fully Diluted Capital Shareholding ³	
			No. of equity shares	% age			No. of equity shares	% age ⁴
1	Pushkala Avenues LLP	Smt. Sai Prasanna Manchineni and Smt. Prameela Rani Manchineni	0	0.00	14,92,537	Equity Shares	14,92,537	4.37
2	Suman Gupta	Individual	0	0.00	2,23,880	Equity Shares	2,23,880	0.66

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3	Rajeswari Regulavalasa	Individual	11,040	0.05	50,000	Equity Shares	61,040	0.18
4	Sujatha Talasila	Individual	40,000	0.17	50,000	Equity Shares	90,000	0.26
5	Rama Krishna Raju Gottumukkala	Individual	21,56,225	9.39	34,32,835	Equity Shares and Warrants	55,89,060	16.36

1. The details of natural persons is given only for the purpose to know natural persons. However, the aforesaid Proposed Allottee will be Registered shareholder of the equity shares that may be allotted.
2. Pre issue shareholding is as on 10th Day of October, 2025.
3. Post Preferential Shareholding calculated assuming full conversion of convertible warrants and to be issued and full subscription of Equity shares under the said issue.
4. **There shall not be any change in control consequent to the present preferential issue of equity shares and convertible warrants.**

(vii) Relevant Date

In terms of the provisions of Chapter V of the SEBI (ICDR) Regulations, Relevant Date for determining the minimum issue price for the preferential allotment of the equity shares and convertible warrants is **Wednesday, 08th October' 2025**, being the date 30 days prior to the date on which the resolution is deemed to be passed at this Extraordinary General Meeting i.e. **Friday, 07th November' 2025**.

(viii) Basis on which the Issue Price has been arrived:

Equity Shares of the Company are listed on BSE Limited ("BSE") and frequently traded at BSE Limited in terms of Regulation 164(5) of SEBI ICDR Regulations, 2018. In terms of the provisions of regulation 164(1) of SEBI ICDR Regulations, the price at which Warrants shall be allotted shall not be less than higher of the following:

- (a) The 90 trading days volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or
- (b) The 10 trading days volume weighted average prices of the related equity shares quoted on a recognized stock exchange preceding the relevant date.

Provided that if the Articles of Association of the issuer provide for a method of determination, which results in a floor price being higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue.

Further, as per Regulation 166A of SEBI ICDR Regulations, if the allotment to any allottee/(s) in the preferential issue is 5% or more than the Company needs to obtain a valuation report determining the fair value of shares of the Company from an IBBI Registered Valuer.

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The price at which equity shares and warrants are proposed to be offered, issued and allotted is not lower than the floor price determined in terms of the applicable provisions of Regulation 164 of SEBI (ICDR) Regulations, i.e., Rs. 33.4742/- per Equity share/Warrant, being the higher of the following:

- (a) the volume weighted average price of the equity shares quoted on BSE during the 90 trading days preceding the Relevant Date, i.e., Rs. 32.5795/- per equity share; or
- (b) the volume weighted average price of the equity shares quoted on NSE during the 10 trading days preceding the Relevant Date, i.e., Rs. 33.4742/- per equity share

The Company has obtained a Pricing Certificate received from M/s. Rao Reddy & Co., Chartered Accountants, FRN: 016621S, having their office at Flat No. 1209, Amethyst Block, My Home Jewel, Madinaguda, Hyderabad 500049 for the purpose of undertaking pricing of the equity shares of the Company for issuance of Equity Shares and Warrants through preferential allotment. The pricing certificate is available and published on the websites of the company i.e. <https://ecoyou.in>.

The Company has also obtained a valuation report from Independent Registered Valuer Mr. Ramesh Atluri (IBBI Registration No. IBBI/RV/02/2019/12515) having office at Plot No. 165, D.No. 4-12-208/7, BDL Colony, Vanasthalipuram, Hyderabad-500070 confirming the fair value per share for the preferential issue as per Regulation 164 read with 166A of SEBI (ICDR) Regulations, 2018 and the same shall be made available and published on the websites of the company i.e. <https://ecoyou.in>. The fair value per share recommended by valuer is ₹ 33.4742/- per share.

Articles of Association of the Company do not provide for any particular method of determination which results in a floor price higher than that determined under SEBI ICDR Regulations.

The Board has therefore, in terms of Regulation 164 read with Regulation 166A (1) of the SEBI ICDR Regulations and after taking into consideration fair value per share as recommended by the valuers, the Issue Price for issue and allotment of equity shares and convertible warrants has been fixed as ₹ 33.50/- (Rupees Thirty Three and Fifty Paise only) per equity shares including premium of ₹ 23.50/- (Rupees Twenty Three and Fifty Paise) per equity shares. Which is over and above the fair value per shares as arrived above.

If the Company is required to re-compute the price then it shall undertake such re computation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the SEBI ICDR Regulations, the Warrants proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.*

*Since the equity shares of the Company have been listed on the recognized Stock Exchanges for a period of more than 90 trading days prior to the Relevant Date, it is not required to re- compute the price per equity share to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI (ICDR) Regulations.

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(ix) Amount which the Company intends to raise by this preferential issue is follows :

Sl.No.	Particulars	Amounts (in INR)
1.	Amount to be raised through issue of Convertible Warrants (No. 18,07,835 Warrants @ Rs.33.50/- each)	INR 6,05,62,472.50 /-
2.	Amount to be raised through issue of 34,41,417 Equity Shares @ Rs.33.50/- each)	INR 11,52,87,469.50 /-
	Total No. of Securities 52,49,252 @ Rs.33.50/- each	INR. 17,58,49,942.00 /-

(x) Principal terms of assets charged as securities :

Not applicable.

(xi) Lock-in Period

The equity shares to be issued and allotted on a preferential basis shall be subject to lock-in as provided in the applicable provisions of Regulation 167 of the SEBI (ICDR) Regulations.

Further the equity shares to be issued and allotted pursuant to conversion of warrants shall also be subject to lock-in as provided in the applicable provisions of Regulation 167 of the SEBI (ICDR) Regulations.

The entire pre-preferential shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval in terms of provisions of Regulation 167(6) of SEBI ICDR Regulations, 2018.

Provided that in case of convertible securities or warrants which are not listed on stock exchanges, the entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of allotment of such securities in terms of provisions of Regulation 167(6) of SEBI ICDR Regulations, 2018.

(xii) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.

Not Applicable.

(xiii) The Current and proposed Status of the allottee (s) post the preferential issues are as under:

Sr. No.	Name of Proposed Allottee(s)	Current Status of proposed allottee	Proposed Status of allottees
1.	Pushkala Avenues LLP	Non Promoter - Public	No Change in Status
2.	Suman Gupta	Non Promoter - Public	No Change in Status
3.	Rajeswari Regulavalasa	Non Promoter - Public	No Change in Status
4.	Sujatha Talasila	Non Promoter - Public	No Change in Status
5.	Rama Krishna Raju Gottumukkala	Promoter Category	No Change in Status

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(xiv) Undertakings

- a) None of the Company, its Promoters and Directors is declared as wilful defaulter and fraudulent borrowers by Reserve Bank of India and also not declared as fugitive economic offender as defined under the SEBI (ICDR) Regulations.
- b) The Company is eligible to make the Preferential Allotment to its Promoter and Non- Promoter under Chapter V of the SEBI (ICDR) Regulations.
- c) As the equity shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(2) of the SEBI (ICDR) Regulations governing re-computation of the price of equity shares / warrants shall not be applicable.
- d) The Company hereby undertakes that it shall re-compute the price of the securities in terms of the provisions of the SEBI (ICDR) Regulations where it is required to do so, until the amount so payable is not paid within the time stipulated under SEBI (ICDR) Regulations, the securities shall continue to be locked -in till the time such amount is paid by the proposed allottees.
- e) The Equity Shares held by the proposed allottees if any in the Company are in dematerialized form only.
- f) The allotment of warrants does not require making of a public offer as it is below the prescribed threshold limit for making of a public offer in terms of the SEBI (ICDR) Regulations.
- g) Due to the above preferential allotment of the warrants, no change in management control is contemplated. The aforesaid allottee(s) shall be required to comply with the relevant provisions of the SEBI (ICDR) Regulations.
- h) The existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment except dilution in shareholding of the Promoters due to allotment to non-promoters.
- i) The company has complied with the requirement of listing obligation i.e., maintaining a minimum of 25% of the paid-up capital in the hands of the public.
- j) **Report of Independent Registered Valuer for consideration other than Cash :** As the said Preferential Issue is not being made for consideration other than cash, valuation report from Independent Valuer is not required for the said Preferential Issue. However, the valuation report from Independent Registered Valuer has been taken in terms of Regulation 164 read with 166A of SEBI ICDR Regulations, 2018.
- k) Since the preferential issue to an allottee or to allottees in concert, is more than 5% of the post issue fully diluted share capital of the issuer, hence a Certificate has been taken from Independent

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Registered Valuer Mr. Ramesh Atluri (IBBI Registration No. **IBBI/RV/02/2019/12515**) confirming the minimum price for the preferential issue as per Regulation 164 read with 166A of SEBI (ICDR) Regulations, 2018

- l) No Promoter of the Company or member of the Promoter Group of the Company has been allotted any warrants / failed to exercise the warrants allotted to them during the year.
- m) Pursuant to the Proposed Investment and in accordance with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, no offer or invitation of any securities is being made to a body corporate incorporated in, or a national of, a country which shares a land border with India.
- n) The Company currently and post preferential issue, would be in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange, where the equity shares of the issuer are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by SEBI.
- o) There will be no outstanding dues of the Company payable to SEBI, Stock Exchange or Depositories before the issue being made, pursuant to this Resolution

(xv) Practicing Company Secretary's Certificate.

The Certificate from Mr. Surya Prakash Bhamidipati, Practicing Company Secretary (ACS [24253] | CP [9604]), certifying that the Preferential Allotment is being made in accordance with the requirements of Regulation 163 (2) of Chapter V of the SEBI (ICDR) Regulations, has been obtained and the same shall be available for inspection at our website at <https://ecoyou.in>.

(xvi) Listing:

The Company will make an application to BSE at which the existing Equity Shares are presently listed, for listing of the Equity Shares including the equity shares that will be issued on conversion of Warrants. Such Equity Shares, once allotted, shall rank pari passu with the then existing Equity Shares of the Company, including voting rights and dividend.

(xvii) Disclosure pertaining to willful defaulters/ fraudulent borrower:

The details pertaining to willful defaulters/ fraudulent borrower are not applicable as none of the Company, its directors or Promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India for same

(xviii) Approval under the Companies Act:

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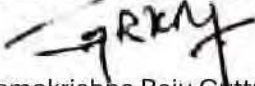
Website: www.ecoyou.in/investor-relations

Section 62 of the Companies Act, 2013 provides inter-alia, that when it is proposed to increase the issued capital of a company by allotment of further shares or specified securities etc., such further shares/specified securities shall be offered to the existing member(s) of the company in the manner laid down in the section unless the Members in general meeting decide otherwise by passing a Special Resolution. Therefore, the consent of the shareholders is being sought pursuant to the provisions of section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI Guidelines or regulations and the provisions of the Listing Agreement with the Stock Exchange(s) for authorizing the Board to offer, issue and allot equity shares/specified securities as stated in the resolution, which would result in a further issuance of securities of the Company to the promoters on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, approval of the Members for issue and allotment of the Warrants to entities belonging to the Non- Promoter Group, is being sought by way of a **"Special Resolution"** as set out in the said Item No. 2 & 3 of the Notice. Provided that the aforesaid preferential issues would be within the Authorized Share Capital of the Company.

Except Mr. RAMA KRISHNA RAJU GOTTUMUKKALA, being and allottee and Mr. PRAVEEN KUMAR RAJU GOTTUMUKKALA and VENKATA SUJANI INDUKUR being the relative to the allottee None of the Directors are concerned or interested in this resolution.

BY ORDER OF THE BOARD OF DIRECTORS
for ECOBOARD INDUSTRIES LIMITED


Ramakrishna Raju Guttumukkala
Chairman & Managing Director
DIN: 01516984



Place: Hyderabad
Date: 11/10/2025

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