EAAA INDIA ALTERNATIVES LIMITED

CIN: U67190MH2008PLC182205

Registered Office: Edelweiss House, Off C.S.T. Road, Kalina, Mumbai 400 098, Maharashtra, India

Tel: +91 22 4019 4700 | E-mail: investors@eaaa.in | Website: www.eaaa.in

POSTAL BALLOT NOTICE

(Pursuant to Section 110 read with Section 108 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014)

IMPORTANT NOTE TO MEMBERS: THIS NOTICE SEEKS ONLY THE RATIFICATION OF THE EXISTING PRE-IPO SCHEME

The Resolutions set out in this Notice are solely for the ratification of the existing 'EAAA India Employee Stock Option Scheme 2024', which was approved by the Board of Directors and the Members prior to the initial public offering of the Company and has been disclosed in the Red Herring Prospectus and the Prospectus of the Company. Ratification of such a scheme by the Members after listing is a statutory requirement under Regulation 12(1) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 , which applies to every company having an employee stock option scheme formulated prior to its initial public offering. **No new scheme is being introduced, no increase in the number of Options or equity shares under the Scheme is proposed, and no term of the Scheme is being amended, modified or varied by way of this Notice.**

Dear Member(s),

NOTICE is hereby given to the Members of EAAA India Alternatives Limited (the "**Company**") pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**"), Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**"), the Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, and the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars issued by the Ministry of Corporate Affairs ("**MCA**") in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively, the "**MCA Circulars**"), including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, that the special businesses set out below are proposed to be passed by the Members (also referred to as the "Shareholders") by way of postal ballot, only through the remote electronic voting process ("**Remote e-Voting**").

The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act, setting out the material facts and the reasons for the proposed Resolutions, together with the additional information required under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (the "**SBEB & SE Regulations**") (as amended from time to time), is annexed to this Postal Ballot Notice (the "**Notice**").

In compliance with the MCA Circulars, this Notice is being sent only by e-mail to those Members whose e-mail addresses are registered with the Company / Depository Participant(s) / MUFG Intime India Private Limited (formerly Link Intime India Private Limited), the Registrar to an Issue and Share Transfer Agent of the Company ("**MUFG Intime"** or the "**RTA**"). Physical copies of this Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to the Members. The assent or dissent of the Members on the Resolutions shall be communicated only through the Remote e-Voting system.

The Company has engaged the services of MUFG Intime as the agency for providing the Remote e-Voting facility through its InstaVote platform. The Remote e-Voting schedule is as under:

Particulars	Details
Cut-off date for determining the Members entitled to vote	Friday, November 6, 2026
Commencement of Remote e-Voting	Friday, November 13, 2026 at 9:00 a.m. (IST)
Conclusion of Remote e-Voting	Saturday, December 12, 2026 at 5:00 p.m. (IST)
Declaration of results	On or before Tuesday, December 15, 2026

The Board of Directors of the Company (the "**Board**") has appointed Ms. Ashita Kaul, Founder & Managing Partner of M/s. Ashita Kaul & Associates, Practicing Company Secretaries (Membership No.F6988, Certificate of Practice No. 6529), as the Scrutinizer for conducting the postal ballot through Remote e-Voting in a fair and transparent manner. The Scrutinizer has communicated her willingness to be so appointed.

Upon completion of the scrutiny of votes, the Scrutinizer will submit the report to the Chairman of the Company or any person authorised by him. The results of the postal ballot, along with the Scrutinizer's Report, will be announced on or before Tuesday, December 15, 2026, and will be communicated to National Stock Exchange of India Limited ("**NSE**") and BSE Limited ("**BSE**") (together, the "**Stock Exchanges**"), placed on the website of the Company at www.eaaa.in and on the website of MUFG Intime at https://instavote.linkintime.co.in, and displayed at the Registered Office of the Company. The Resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date specified for Remote e-Voting, i.e. **Saturday, December 12, 2026**.

SPECIAL BUSINESS

Item No. 1: Ratification of the 'EAAA India Employee Stock Option Scheme 2024'

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

"**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**") read with the Companies (Share Capital and Debentures) Rules, 2014, and all other applicable Rules made thereunder, if any (the **"Rules"**), Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (the **"SBEB & SE Regulations"**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations**"), and all other applicable Regulations and guidelines, if any, issued by the Securities and Exchange Board of India ("**SEBI**"), the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder, and other applicable laws, rules, regulations, circulars and guidelines (including any statutory modification(s) or re-enactment(s) amendment(s), clarification(s) or substitution(s) thereof for the time being in force) (collectively, the "Applicable Laws"), the Memorandum and Articles of Association of the Company, and subject to such other approvals, consents, permissions and sanctions as may be necessary and such conditions and modifications as may be prescribed or imposed while granting such approvals, consents, permissions and sanctions, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the 'EAAA India Employee Stock Option Scheme 2024' ("**ESOP 2024**" / "**Scheme**"), as approved by the Board of Directors at its meeting held on November 30, 2024 and by the Members by way of a Special Resolution becoming effective from December 01, 2024, i.e. prior to the initial public offering and listing of the equity shares of the Company, and as disclosed in the Red Herring Prospectus and the Prospectus of the Company, be and is hereby ratified and approved, without any amendment, modification or variation thereto, in terms of Regulation 12(1) of the SBEB & SE Regulations;

RESOLVED FURTHER THAT consent of the Members be and is hereby irrevocably accorded to the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to include the Nomination and Remuneration Committee (the "**Committee**") or any other committee constituted or to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution) to create, offer, grant, issue and allot, from time to time, in one or more tranches, employee stock options ("Options") under the Scheme to such eligible Employees (as defined in the Scheme) of the Company, in India or outside India, as may be determined by the Board/Committee, within the overall ceiling of 51,36,000 (Fifty One Lakh Thirty Six Thousand) Options (inclusive of the Options already granted under the Scheme prior to the listing of the equity shares of the Company and outstanding and effective from time to time), being the same ceiling as approved by the Members prior to the listing of the equity shares of the Company and without any increase therein, exercisable into not more than the aggregate ceiling of 51,36,000 (Fifty One Lakh Thirty Six Thousand) equity shares of face value of ₹5 (Rupees Five) each fully paid-up of the Company ("Equity Shares"), with each Option, upon exercise, entitling the Option grantee to one Equity Share, at such exercise price and on such terms and conditions as may be determined in accordance with the Scheme and the Applicable Laws;

RESOLVED FURTHER THAT in case of any corporate action(s) such as rights issue, bonus issue, merger/amalgamation, demerger, sale of division/undertaking or other re-organisation, the requisite, fair and reasonable adjustment to the number of Options and/or the exercise price in accordance with the Scheme and the SBEB & SE Regulations shall be appropriately made without affecting any other rights or obligations of the Option grantees, and the ceiling of Options and Equity Shares specified above shall be deemed to be increased to the extent of any additional Equity Shares issued pursuant to such adjustment;

RESOLVED FURTHER THAT in case the Equity Shares of the Company are sub-divided or consolidated, the number of Equity Shares to be issued and allotted on exercise of Options and the exercise price shall automatically stand adjusted in the same proportion as the present face value of ₹5 per Equity Share bears to the revised face value of the Equity Shares, without affecting any other rights or obligations of the Option grantees;

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted upon exercise of Options under the Scheme shall rank pari passu in all respects with the then existing Equity Shares of the Company, and the Company shall make applications to the Stock Exchanges for in-principle approval, listing and trading of such Equity Shares in accordance with the SBEB & SE Regulations and other Applicable Laws;

RESOLVED FURTHER THAT the Company shall conform to the accounting policies prescribed from time to time under Regulation 15 of the SBEB & SE Regulations and other applicable accounting standards in relation to the Scheme;

RESOLVED FURTHER THAT the Board be and is hereby authorised, subject to compliance with applicable laws and regulations, to modify, change, vary, alter, amend, suspend or terminate the Scheme, provided that no such variation shall be prejudicial to the interests of the Option grantees, and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper for the implementation and administration of the Scheme, and to settle all questions, difficulties or doubts that may arise in this regard;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things, including necessary delegations to make such filings with the Stock Exchanges, the Registrar of Companies and any other regulatory or statutory authority, and to execute all such documents and writings as may be necessary, proper or expedient, and all actions taken by it in connection with any matter referred to or contemplated in this Resolution be and are hereby approved, ratified and confirmed in all respects."

Item No. 2: Ratification of the approval for grant of employee stock options to the employees of group companies, including subsidiary companies, associate companies and holding company(ies) of the Company, under the 'EAAA India Employee Stock Option Scheme 2024'

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

"**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**") read with the Companies (Share Capital and Debentures) Rules, 2014, and all other applicable Rules made thereunder, if any (the "**Rules**"), Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(the "SBEB & SE Regulations")**, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**Listing Regulations**"), and all other applicable Regulations and guidelines, if any, issued by the Securities and Exchange Board of India ("**SEBI**"), the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder, and other applicable laws, rules, regulations, circulars and guidelines (including any statutory modification(s) or re-enactment(s) amendment(s), clarification(s) or substitution(s) thereof for the time being in force) (collectively, the "Applicable Laws"), the Memorandum and Articles of Association of the Company, and subject to such other approvals, consents, permissions and sanctions as may be necessary, and such conditions and modifications as may be prescribed or imposed while granting such approvals, consents, permissions and sanctions, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the approval accorded by the Members by way of a Special Resolution becoming effective from December 01, 2024 for extending the benefits of the 'EAAA India Employee Stock Option Scheme 2024' ("ESOP 2024" / "Scheme") to the eligible employees of the group companies of the Company, including its subsidiary companies and associate companies, in India or outside India, and its holding company(ies), be and is hereby ratified and approved, without any amendment, modification or variation thereto, and consent of the Members be and is hereby irrevocably accorded to the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall be deemed to include the Nomination and Remuneration Committee (the "**Committee**") or any other committee constituted or to be constituted by the Board) to create, offer and grant, from time to time, in one or more tranches, employee stock options ("**Options**") under the Scheme to such eligible Employees (as defined in the Scheme) of the present and future group companies of the Company, including its subsidiary companies and associate companies, in India or outside India, and its holding company(ies), as may be determined by the Board, within the overall ceiling of 51,36,000 (Fifty One Lakh Thirty Six Thousand) Options (inclusive of the Options already granted under the Scheme prior to the listing of the equity shares of the Company and outstanding and effective from time to time) approved under the Scheme, exercisable into equity shares of face value of ₹5 (Rupees Five) each fully paid-up of the Company, with each Option, upon exercise, entitling the Option grantee to one equity share, on such terms and conditions as may be determined in accordance with the Scheme and the Applicable Laws;

RESOLVED FURTHER THAT all the terms, conditions, powers and authorisations set out in the Resolution at Item No. 1 of this Notice, including those relating to the administration, implementation, adjustment, variation and modification of the Scheme, shall mutatis mutandis apply to the Options granted to the employees of such group companies including subsidiary companies, associate companies and holding company(ies);

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things, including necessary delegations to make such filings with the Stock Exchanges, the Registrar of Companies and any other regulatory or statutory authority, and to execute all such documents and writings as may be necessary, proper or expedient, and all actions taken by it in connection with any matter referred to or contemplated in this Resolution be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board of Directors
For EAAA India Alternatives Limited

Sd/-
Deepak Mukhija
Company Secretary & Compliance Officer
Membership No.: ACS 17454

Place: Mumbai
Date: November 12, 2026

Registered Office:
Edelweiss House,
Off C.S.T. Road,
Kalina, Mumbai 400 098,
Tel: +91 22 4019 4700
E-mail: investors@eaaa.in
Website: www.eaaa.in
CIN: U67190MH2008PLC182205

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ("**Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**"), (as amended from time to time), setting out the material facts relating to the Resolutions proposed in this Notice, along with the disclosures required under Regulation 6(2) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (the "**SBEB & SE Regulations**") and Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India (as amended from time to time), is annexed hereto.
2. The terms "Members" and "Shareholders" are used interchangeably in this Notice and refer to the shareholders of the Company.
3. In compliance with the General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and various subsequent Circulars latest being 03/2025 dated September 22, 2025 ("MCA Circulars"), this Postal Ballot Notice is being sent only by e-mail to all the Members whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") (together, the "**Depositories**") as on the close of business hours on **Friday, November 6, 2026** (the "**Cut-off Date**") and whose e-mail addresses are registered with the Company / RTA / Depository Participant(s). Members may note that this Notice will also be available on the website of the Company at www.eaaa.in, on the websites of the Stock Exchanges at www.nseindia.com and www.bseindia.com, and on the website of MUFG Intime at https://instavote.linkintime.co.in.
4. Voting rights of the Members shall be reckoned in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-off Date. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.
5. Members holding shares as on the Cut-off Date, including those who may not have received this Notice owing to non-registration of their e-mail address with the Company / RTA / Depository Participant(s), may cast their vote through Remote e-Voting in the manner set out in the instructions below.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members / Beneficial Owners of the Company / Depositories will be entitled to vote.
7. In compliance with Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**"), SS-2 and the SEBI Master Circular dated July 11, 2023 (as amended from time to time) on e-Voting facility provided by listed entities, the Company is providing the facility of Remote e-Voting to its Members. The Remote e-Voting period commences on **Friday, November 13, 2026 at 9:00 a.m. (IST)** and ends on **Saturday, December 12, 2026 at 5:00 p.m. (IST)**. The Remote e-Voting module shall be disabled by MUFG Intime thereafter. Once a vote on a Resolution is cast by a Member, the Member shall not be allowed to change it subsequently.
8. The Resolutions, if approved by the requisite majority, shall be deemed to have been passed on Saturday, December 12, 2026, being the last date specified for Remote e-Voting.
9. In accordance with Rule 22(3) of the Rules, an advertisement regarding the completion of dispatch of this Notice will be published in one English newspaper and one Marathi newspaper having wide circulation in the State of Maharashtra, and will also be placed on the website of the Company.
10. All documents referred to in this Notice and the Explanatory Statement, including a copy of the Scheme, will be available for inspection electronically, without any fee, from the date of dispatch of this Notice until the last date of Remote e-Voting. Members seeking to inspect such documents may send a request from their registered e-mail address to investors@eaaa.in, mentioning their name, DP ID and Client ID / Folio No.

11. Institutional / Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of the relevant Board Resolution / Authority Letter / Power of Attorney, together with the attested specimen signature(s) of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail at ashita@csashitakaul.com, with a copy marked to the RTA at enotices@in.mpms.mufg.com and to the Company at investors@eaaa.in. Custodians, Corporate Bodies and Mutual Funds registered on InstaVote may also upload the same under the "Investor Mapping" tab, as set out in the e-Voting instructions below.
12. The vote in this Postal Ballot cannot be exercised through proxy.
13. Members who have not registered their e-mail addresses are requested to register the same in respect of shares held in dematerialised form, with their respective Depository Participant(s). Members may also get their e-mail addresses temporarily registered by visiting https://web.in.mpms.mufg.com/EmailReg/Email_Register.html. Upon successful registration, the Member will receive a soft copy of this Notice and the procedure for e-Voting along with the User ID and Password. In case of any queries, Members may write to enotices@in.mpms.mufg.com.
14. Members are requested to keep their KYC details (including PAN, nomination, contact details, bank account details and specimen signature) updated with their Depository Participant(s) / RTA, as applicable, in accordance with the circulars issued by SEBI.
15. The Scrutinizer's decision on the validity of the votes cast through Remote e-Voting shall be final.

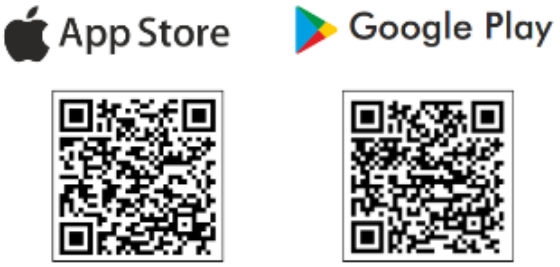
INSTRUCTIONS FOR REMOTE E-VOTING THROUGH INSTAVOTE

In terms of SEBI Master Circular dated July 11, 2023 (as amended from time to time), Individual Members holding securities in demat mode are allowed to vote through their demat account maintained with the Depositories and Depository Participants. Members are advised to update their mobile number and e-mail ID correctly in their demat accounts to access the Remote e-Voting facility.

The Event No. of the Company on InstaVote is **260971**.

A. Login method for Individual Members holding securities in demat mode

Type of Members	Login method
Individual Members holding securities in demat mode with NSDL	**Method 1 – NSDL OTP based login** (a) Visit https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. (b) Enter your 8-character DP ID, 8-digit Client ID, PAN and the verification code, and generate OTP. (c) Enter the OTP received on your registered e-mail ID / mobile number and click on "Login". (d) Upon successful authentication, you will be re-directed to the NSDL website, where you will see e-Voting services under Value added services. Click on "Access to e-Voting". (e) Click on "MUFG InTime" or the e-Voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the Remote e-Voting period. **Method 2 – NSDL IDeAS facility** Members registered for IDeAS: (a) visit https://eservices.nsdl.com and click on the "Beneficial Owner" icon under the "IDeAS Login" section;

Type of Members	Login method
	(b) enter your IDeAS User ID, Password and verification code and click on "Log-in"; (c) click on "Access to e-Voting" under e-Voting services; (d) click on "MUFG InTime" or the e-Voting link displayed alongside the Company's name. Members not registered for IDeAS: (a) visit https://eservices.nsdl.com and select "Register Online for IDeAS Portal", or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp; (b) enter your 8-character DP ID, 8-digit Client ID, mobile number and verification code and click on "Submit"; (c) enter the last 4 digits of your bank account or generate an OTP; (d) upon successful registration, you will receive a Login ID and password. Then follow the steps above. Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.  **Method 3 – NSDL e-Voting website** (a) Visit https://www.evoting.nsdl.com and click on the "Login" tab under the 'Shareholder/Member' section. (b) Enter your User ID (16-digit demat account number held with NSDL), Password/OTP and the verification code shown on the screen, and click on "Login". (c) Upon successful authentication, click on "Access to e-Voting" under e-Voting services, and then on "MUFG InTime" or the e-Voting link displayed alongside the Company's name.
Individual Members holding securities in demat mode with CDSL	**Method 1 – CDSL e-Voting page** (a) Visit https://www.cdslindia.com and go to the e-Voting tab. (b) Enter your 16-digit demat account number (BO ID) and PAN and click on "Submit". The system will authenticate you by sending an OTP on the mobile number and e-mail recorded in the demat account. (c) Upon successful authentication, click on "MUFG InTime" or the e-Voting link displayed alongside the Company's name, and you will be redirected to the InstaVote website for casting your vote during the Remote e-Voting period.

Type of Members	Login method
	Method 2 – CDSL Easi / Easiest facility Members registered for Easi / Easiest: (a) visit https://web.cdslindia.com/myeasitoken/Home/Login, or visit www.cdslindia.com, click on "Login" and select "My Easi New (Token)"; (b) enter your existing username and password and click on "Login"; (c) click on "MUFG InTime" or the e-Voting link displayed alongside the Company's name. Members not registered for Easi / Easiest: register at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration or https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration. Upon successful registration, you will receive a username and password on your registered e-mail ID. Then follow the steps above.
Individual Members holding securities in demat mode, logging in through their Depository Participant	Individual Members can also login using the login credentials of their demat account through their Depository Participant registered with NSDL / CDSL for e-Voting facility. a) Login to DP website b) After Successful login, user shall navigate through "e-voting" option. c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature. d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

B. Login method for Members holding securities in physical mode and Non-Individual Members holding securities in demat mode

Members holding shares in physical mode, and Non-Individual Members holding securities in demat mode, as on the Cut-off Date may register and vote on InstaVote as under:

Step 1: Login / Sign up on InstaVote

Members already registered for InstaVote: visit https://instavote.linkintime.co.in and click on "Login" under the 'SHARE HOLDER' tab. Enter your User ID, your existing password and the image verification (CAPTCHA) code, and click on "Submit". The home page of e-Voting will open; then follow Step 2 below.

Members not registered for InstaVote: visit https://instavote.linkintime.co.in, click on "Sign Up" under the 'SHARE HOLDER' tab and register with the following details:

1. **User ID:** (a) Members holding shares in NSDL demat account: 8-character DP ID followed by 8-digit Client ID; (b) Members holding shares in CDSL demat account: 16-digit Beneficiary ID; (c) Members holding shares in physical form: Event No. followed by the Folio Number registered with the Company.
2. **PAN:** your 10-digit Permanent Account Number. Members who have not updated their PAN with the Depository Participant / Company shall use the sequence number provided to them, if applicable.

3. **DOB / DOI:** your Date of Birth / Date of Incorporation, as recorded with your DP / the Company (in DD/MM/YYYY format).

4. **Bank Account Number:** the last four digits of your bank account number, as recorded with your DP / the Company. Members holding shares in NSDL form shall provide item 4; Members holding shares in CDSL form shall provide item 3 or item 4; Members holding shares in physical form who have not recorded items 3 and 4 shall provide their Folio Number in item 4.

5. Set a password of your choice. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

6. Enter the image verification (CAPTCHA) code and click on "Submit". You have now registered on InstaVote. Click on "Login" under the 'SHARE HOLDER' tab and log in as set out above.

Step 2: Casting your vote through InstaVote

(a) Upon successful login, you will see the "Notification for e-Voting" on the InstaVote inbox page.

(b) Select the 'View' icon. The e-Voting page will appear.

(c) Refer to the Resolution description and cast your vote by selecting your desired option 'Favour / Against'. To view the entire Resolution details, click on the 'View Resolution' file link.

(d) After selecting the desired option, click on 'Submit'. A confirmation box will be displayed. To confirm your vote, click on 'Yes'; to change your vote, click on 'No' and modify your vote accordingly.

(e) Members may click on the "Vote as per Proxy Advisor's Recommendation" option to view proxy advisor recommendations for each Resolution before casting their vote, and may modify their vote before final submission.

Once you cast your vote on a Resolution, you will not be allowed to modify or change it subsequently.

C. Guidelines for Institutional Members (Custodian / Corporate Body / Mutual Fund)

Step 1 – Registration

(a) Visit https://instavote.linkintime.co.in and click on "Sign Up" under "Custodian / Corporate Body / Mutual Fund".

(b) Fill in your entity details and submit the form.

(c) A declaration form and organisation ID will be generated and sent to the e-mail ID of the primary contact person given at the time of sign up. The form is to be signed by the Authorised Signatory, a Director or the Company Secretary of the entity, stamped, and sent to insta.vote@linkintime.co.in.

(d) Login credentials (User ID, Organisation ID and Password) will then be sent to the primary contact person's e-mail ID.

Step 2 – Investor Mapping

(a) Login to https://instavote.linkintime.co.in with your InstaVote credentials and click on the "Investor Mapping" tab under the Menu section.

(b) Map the investor with: (i) Investor ID – for an NSDL demat account, the 8-character DP ID followed by the 8-digit Client ID (e.g. IN00000012345678); for a CDSL demat account, the 16-digit Beneficiary ID; (ii) the investor's name as updated with the DP; (iii) the investor's 10-digit PAN; and (iv) the Board Resolution or Power of Attorney. The file name of the Board Resolution / Power of Attorney shall be the DP ID and

Client ID or the 16-digit Beneficiary ID. Custodians and Mutual Funds shall also upload specimen signatures.

(c) Click on "Submit". The investor is now mapped with the Custodian / Corporate Body / Mutual Fund entity and can be viewed under the "Report" section.

Step 3 – Casting your vote

The corporate Member can vote by either of the following methods during the Remote e-Voting period:

(a) **Votes Entry:** login to InstaVote, click on the "Votes Entry" tab under the Menu section, enter the Event No. (available on the InstaVote home page under "On-going Events") and the 16-digit demat account number, select 'Favour / Against' against the Resolution, click on 'Submit', and confirm by clicking on 'Yes'.

(b) **Votes Upload:** login to InstaVote, select the 'View' icon for the Company's name / Event No. under "Notification for e-Voting", download the sample vote file from the "Download Sample Vote File" tab, mark your option 'Favour / Against' in the file, upload it under the "Upload Vote File" option, and click on 'Submit'. The message 'Data uploaded successfully' will be displayed.

Once you cast your vote on a Resolution, you will not be allowed to modify or change it subsequently. Non-Individual / Body Corporate Members shall send a scanned copy of the Board Resolution authorising their representative to vote to the Scrutinizer at ashita@csashitakaul.com, with a copy marked to the RTA at enotices@in.mpms.mufg.com and to the Company at investors@eaaa.in.

D. Helpdesk

Members holding securities in physical mode and Non-Individual Members holding securities in demat mode facing any technical issue in login may contact the InstaVote helpdesk by sending a request at enotices@in.mpms.mufg.com or on Tel: 022 – 4918 6000. Individual Members holding securities in demat mode may contact the respective Depository helpdesk:

Login type	Helpdesk details
Individual Members holding securities in demat mode with NSDL	Send a request at evoting@nsdl.co.in or call at 022 - 4886 7000
Individual Members holding securities in demat mode with CDSL	Send a request at helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

The Contact details of the person responsible to address the queries/grievances connected with the voting by electronic means are given below:

Mr Rajiv Ranjan, Sr. Assistant Vice President,

MUFG Intime India Private Limited

(formerly known as Link Intime India Private Limited)

Address: C - 101, Embassy 247, LBS Marg, Vikhroli West, Mumbai - 400 083

Phone: +91 22 49186000 (Extn: 2709)

Email: enotices@in.mpms.mufg.com

E. Forgot password

(a) Members holding securities in physical mode and Non-Individual Members holding securities in demat mode who have forgotten their User ID or Password or both may use the "Forgot Password" option at https://instavote.linkintime.co.in: click on "Login" under the 'SHARE HOLDER' tab, click on "forgot password?", enter the User ID, select the mode, enter the image verification (CAPTCHA) code and click on "Submit".

(b) Custodians / Corporate Bodies / Mutual Funds who have forgotten their User ID or Password or both may click on "Login" under the "Custodian / Corporate Body / Mutual Fund" tab, click on "forgot password?", enter the User ID, Organisation ID and image verification (CAPTCHA) code and click on "Submit".

(c) Where a valid e-mail address is registered, the password will be sent to it. Members can set a password of their choice by providing the details of the security question and answer, PAN, DOB/DOI, etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

(d) Individual Members holding securities in demat mode with NSDL / CDSL who have forgotten their User ID or Password or both are advised to use the "Forgot User ID" and "Forgot Password" options available on the websites of the Depositories / Depository Participants mentioned above.

F. General instructions

(a) It is strongly recommended not to share your password with any other person and to take utmost care to keep your password confidential.

(b) For Members holding shares in physical form, the login details can be used only for voting on the Resolutions contained in this Notice.

(c) During the voting period, Members can login any number of times until they have voted on the Resolutions for this Event.

(d) Members may also write to the Company Secretary & Compliance Officer at investors@eaaa.in for any grievance connected with the postal ballot.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013

The following Explanatory Statement sets out all material facts relating to the special businesses mentioned in the accompanying Notice and shall be taken as forming part of the Notice.

Item Nos. 1 and 2

Background

The Company recognises the critical role played by the eligible employees in its business and growth and believes that the value created by them should be shared with them. With the objective of promoting a culture of employee ownership and attracting, rewarding and retaining key talent, the Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee (the "**Committee**"), approved the 'EAAA India Employee Stock Option Scheme 2024' (**"ESOP 2024" / "Scheme"**) at its meeting held on November 30, 2024. The Scheme was thereafter approved by the Members of the Company by way of Special Resolutions becoming effective from December 01, 2024, which inter-alia included (i) a Resolution approving the introduction and implementation of the Scheme with an overall ceiling of 51,36,000 Options; and (ii) a separate Resolution approving the grant of Options under the Scheme to the employees of the group companies, including subsidiary companies, associate companies and holding company(ies), of the Company.

The equity shares of the Company have been listed on NSE and BSE with effect from **Monday, November 2, 2026**, pursuant to the initial public offering of the Company by way of an offer for sale of 72,07,207 equity shares of face value of ₹5 each by Edelweiss Securities and Investments Private Limited, the Promoter Selling Shareholder (the "**IPO**"). Since the Scheme was formulated and approved prior to the IPO, it constitutes a "pre-IPO scheme" for the purposes of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (the "**SBEB & SE Regulations**").

Regulatory requirement

Regulation 12(1) of the SBEB & SE Regulations provides that no company shall make any fresh grant which involves allotment or transfer of shares to its employees under any scheme formulated prior to its IPO and prior to the listing of its equity shares, unless (a) such pre-IPO scheme is in conformity with the SBEB & SE Regulations; and (b) such pre-IPO scheme is ratified by its shareholders subsequent to the IPO. Such ratification may be done at any time prior to the grant of new options under the pre-IPO scheme.

Further, Regulation 6(3)(c) of the SBEB & SE Regulations requires the approval of the shareholders by way of a separate Resolution for the grant of options to the employees of the group companies, including subsidiary companies, associate companies and holding company of the Company. Accordingly, the approval of the Members is sought, by way of separate Special Resolutions, for (i) ratification of the Scheme under Item No. 1; and (ii) ratification of the approval for grant of Options to the employees of the group companies, including subsidiary companies, associate companies and holding company(ies), of the Company under Item No. 2.

The Scheme is in conformity with the SBEB & SE Regulations. The Company has not made any fresh grant of Options under the Scheme after the listing of its equity shares. The Options already granted prior to the IPO shall continue to be governed by the terms of the Scheme and the respective grant letters, and the ratification sought herein is solely for the purpose of enabling fresh grants under the Scheme within the existing overall ceiling, and not for any amendment to, or enlargement of, the Scheme.

Present status of the Scheme

As disclosed in the Prospectus of the Company dated October 28, 2026 (the "**Prospectus**"), all the Options granted under the Scheme prior to the IPO have been granted only to the employees of the Company or its

subsidiaries and Options available for future grant (including lapsed Options returned to the pool) are 15,76,000 as on the date of the Prospectus.

Details of group companies whose employees are proposed to be covered under Item No. 2

As on the date of this Notice, the group companies of the Company whose eligible employees may be covered under the Scheme include: (a) Holding company: Edelweiss Securities and Investments Private Limited; (b) Ultimate holding company: Edelweiss Financial Services Limited; and (c) Subsidiary companies: EAAA Pte. Limited (Singapore), EAAA Real Assets Managers Limited, Sekura India Management Limited and EAAA Transinfra Managers Limited. The Company does not have any associate company as on the date of this Notice. The Scheme shall also extend to such other present and future group companies, including subsidiary companies, associate companies and holding company(ies), as may be determined by the Nomination and Remuneration Committee in accordance with the Scheme and Applicable Laws.

Nature of the Resolutions: Ratification only

For the avoidance of any doubt, the Members are requested to note that:

a) **Ratification only:** The Resolutions at Item Nos. 1 and 2 seek only the ratification of the existing 'EAAA India Employee Stock Option Scheme 2024' and of the approvals already accorded by the Members prior to the initial public offering of the Company. No new employee stock option scheme or other share based employee benefit scheme is being introduced.
b) **Same Scheme as disclosed:** The Scheme proposed to be ratified is the same Scheme as disclosed in the Red Herring Prospectus and the Prospectus of the Company filed in connection with its initial public offering.
c) **No increase in the overall pool:** The overall ceiling of Options under the Scheme remains unchanged. No increase in the number of Options, or in the number of equity shares that may be issued under the Scheme, is proposed.
d) **No change in terms:** No amendment, modification or variation to any term of the Scheme is proposed by way of this Notice.

Salient features of the Scheme The salient features of the Scheme and the disclosures required under Section 62(1)(b) of the Act read with Rule 12(2) of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 6(2) read with Part C of Schedule I and Regulation 12(1) of the SBEB & SE Regulations are set out below:

Sr.	Particulars	Details
(a)	Brief description of the Scheme	The Scheme is called the 'EAAA India Employee Stock Option Scheme 2024' and came into effect on December 1, 2024. The primary objectives of the Scheme are to reward the Employees for their association, dedication and contribution and to attract, reward and retain key talent by rewarding their performance and motivating them to contribute to the overall corporate growth and profitability. The Scheme contemplates the grant of Options to eligible Employees. Upon vesting, the Option grantee earns a right, but not an obligation, to exercise the vested Options within the exercise period and obtain Equity Shares of the Company, subject to payment of the exercise price and satisfaction of applicable tax obligations. The Scheme is administered by the Nomination and Remuneration Committee (the "**Committee**") of the Company.

Sr.	Particulars	Details
(b)	Total number of Options to be offered and granted	Not exceeding 51,36,000 (Fifty One Lakh Thirty Six Thousand) Options, exercisable into not more than 51,36,000 Equity Shares of face value of ₹5 each fully paid-up. Each Option, upon exercise, entitles the Option grantee to one Equity Share. Options which expire, lapse or become un-exercisable for any reason are added back to the pool and become available for future grants, subject to Applicable Laws. As on the date of the Company's Prospectus, 15,76,000 Options are available for future grant.
(c)	Identification of classes of employees entitled to participate in the Scheme	(i) an employee as designated by the Company, who is exclusively working in India or outside India; or (ii) a Director of the Company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director; or (iii) an employee as defined in (i) or (ii) above of a group company, including a subsidiary company or associate company, in India or outside India, or of a holding company of the Company; but does not include an employee who is a promoter or a person belonging to the promoter group, or a Director who, either himself or through his relative or through any body corporate, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company.
(d)	Requirements of vesting and period of vesting	Options shall vest not earlier than a minimum vesting period of 1 (one) year and not later than a maximum vesting period of 5 (five) years from the date of grant, as determined by the Committee. Vesting is subject to continued employment, and the Committee may also specify performance criteria. In the event of death or permanent incapacity of an Employee, the minimum vesting period shall not apply and all unvested Options shall vest with effect from the date of such death or permanent incapacity.
(e)	Maximum period within which the Options shall be vested	5 (five) years from the date of grant of such Options.
(f)	Exercise price or pricing formula	The exercise price per Option shall be determined by the Committee, subject to compliance with the accounting policies specified in Regulation 15 of the SBEB & SE Regulations and shall not be less than the face value of the Equity Shares as on the date of grant. The exercise price shall be intimated to the Option grantee in the grant letter.

Sr.	Particulars	Details
(g)	Exercise period and process of exercise	Vested Options may be exercised within a maximum period of 1 (one) year from the relevant date of vesting, or such shorter period as may be prescribed by the Committee at the time of grant, at one time or at various points of time within the exercise period. In case of separation from employment, the vested Options shall be exercisable / cancelled as per the Scheme. Options shall be exercised by a written application to the Company in the form prescribed by the Committee, accompanied by payment of the exercise price and applicable taxes. Options not exercised within the exercise period shall lapse.
(h)	Appraisal process for determining the eligibility of employees	The appraisal process may include designation, period of service, performance-linked parameters such as work performance, and such other criteria as may be determined by the Committee at its sole discretion from time to time.
(i)	Maximum number of Options to be offered and issued per employee and in aggregate	The maximum number of Options that may be granted to any Employee in any year and in aggregate shall not exceed 6,42,000 (Six Lakh Forty Two Thousand) Options. Prior approval of the shareholders by way of a separate Special Resolution shall be obtained for the grant of Options to any identified Employee, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.
(j)	Maximum quantum of benefits to be provided per employee	Apart from the grant of Options as stated above, no monetary benefits are contemplated under the Scheme. The maximum benefit to an Option grantee would be the difference between the market price of the Equity Shares on the date of exercise and the exercise price paid.
(k)	Whether the Scheme is to be implemented and administered directly by the Company or through a trust	The Scheme is implemented and administered directly by the Company.
(l)	Whether the Scheme involves new issue of shares by the Company or secondary acquisition by the trust or both	The Scheme involves only new issue of Equity Shares by the Company.
(m)	Amount of loan to be provided for implementation of the Scheme by the Company to the trust, its tenure, utilisation, repayment terms, etc.	Not applicable.
(n)	Maximum percentage of secondary acquisition that can be made by the trust	Not applicable.

Sr.	Particulars	Details
(o)	Statement to the effect that the Company shall conform to the accounting policies specified in Regulation 15 of SBEB & SE Regulations and applicable accounting standards	The Company shall comply with the accounting policies and disclosure requirements prescribed under Regulation 15 of the SBEB & SE Regulations and Ind AS 102 – Share-based Payment, or any other applicable accounting standard, as amended from time to time.
(p)	Method used to value the Options	The Company shall adopt the fair value method for valuation of Options, using the Black-Scholes option pricing model or such other model as may be considered appropriate, in accordance with Ind AS 102.
(q)	Statement with regard to disclosure in Directors' Report	In case the Company opts for expensing of share-based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognised if it had used the fair value, shall be disclosed in the Directors' Report, and the impact of this difference on profits and on earnings per share ("EPS") of the Company shall also be disclosed in the Directors' Report.
(r)	Period of lock-in	The Equity Shares allotted upon exercise of Options shall not be subject to any lock-in period, except as required under Applicable Laws, including the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the code of conduct of the Company.
(s)	Terms and conditions for buyback, if any, of specified securities covered under the SBEB & SE Regulations	Subject to Applicable Laws, the Committee shall determine the procedure and terms for buyback of Options, if undertaken by the Company, including the permissible sources of financing, any minimum financial thresholds to be maintained and the limits on the quantum of Options that may be bought back in a financial year.
(t)	Conditions under which vested Options may lapse	Vested Options shall lapse in case of termination of employment due to misconduct or breach of Company policies or terms of employment. Further, irrespective of employment status, vested Options not exercised within the prescribed exercise period shall lapse.
(u)	Time period within which the employee shall exercise vested Options in the event of proposed termination of employment, resignation or retirement	In case of resignation / layoff / retrenchment, vested Options shall be exercisable on the last working day. In case of retirement / superannuation, vested Options shall be exercisable within 1 (one) year from the date of retirement. In case of death or permanent incapacity, vested Options may be exercised within 1 (one) year from the date of death or permanent incapacity, as applicable.

Other disclosures

The Resolutions set out in this Notice are limited to the ratification described above. No amendment, modification or variation to the Scheme, and no increase in the overall ceiling of Options under the Scheme, is proposed by way of this Notice. The Equity Shares to be allotted pursuant to the exercise of Options under the Scheme shall rank pari passu in all respects with the existing Equity Shares of the Company. As required under

the SBEB & SE Regulations, a certificate from the Secretarial Auditor of the Company confirming that the Scheme has been implemented in accordance with the SBEB & SE Regulations and the Resolutions of the Members shall be placed at each Annual General Meeting of the Company.

A copy of the Scheme is available for electronic inspection by the Members as set out in Note No. 10 of this Notice.

None of the Directors, Key Managerial Personnel or Senior Management of the Company, or their respective relatives, are in any way concerned or interested, financially or otherwise, in the Resolutions set out at Item Nos. 1 and 2 of this Notice, except to the extent of the Options that have been or may be granted to them under the Scheme and their respective shareholding in the Company, if any.

The Board, at its meeting held on November 11, 2026, has recommended the Resolutions set out at Item Nos. 1 and 2 of this Notice for approval of the Members as **Special Resolutions**.

By Order of the Board of Directors
For EAAA India Alternatives Limited

Sd/-
Deepak Mukhija
Company Secretary & Compliance Officer
Membership No.: ACS 17454

Place: Mumbai
Date: November 12, 2026

Registered Office:
Edelweiss House,
Off C.S.T. Road,
Kalina, Mumbai 400 098,
Tel: +91 22 4019 4700
E-mail: investors@eaaa.in
Website: www.eaaa.in
CIN: U67190MH2008PLC182205