Notice of Annual General Meeting

Notice is hereby given that the Forty-First (41st) Annual General Meeting ("**AGM**") of the Members of Axis Solutions Limited (Formerly Known as Asya Infosoft Limited) ("**the Company**") will be held on **Saturday, 19th September, 2026 at 03.30 P.M. (IST)** through Video Conferencing ("**VC**")/ Other Audio-Visual Means ("**OAVM**"), to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt:

    a. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026, and reports of the Board of Directors and Auditors thereon; and

    b. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026, and the report of the Auditors thereon.

2. To declare a final dividend of Rs. 0.60 (Rupees sixty paisa) per equity share for the Financial Year ended 31st March, 2026.

3. To appoint a Director in place of Mr. Anand Shah (DIN: 09567072), who retires by rotation and being eligible, offers his candidature for re-appointment.

4. **Re-appointment of M/s. Chandabhoy & Jassoobhoy, Chartered Accountants (Firm Registration No. 101648W) as Statutory Auditors of the Company**

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

    "**RESOLVED THAT** pursuant to Section 139(1), 141, 142, 143 and other applicable provisions of the Companies Act, 2013 read along with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), clarifications, exemptions or re-enactment thereof for the time being in force); and pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded for the re-appointment of M/s. Chandabhoy & Jassoobhoy (Firm Registration No. 101648W), as Statutory Auditors of the Company to hold office for the second term of five consecutive years, commencing from the conclusion of 41st annual general meeting (to be held for the F.Y 2025-26) until the conclusion of the 46th AGM (to be held for the F.Y. 2030-31) at such remuneration plus applicable taxes and out of pocket expenses, as stated in the explanatory statement, with the authority to the Audit Committee and Board of Directors of the Company to vary the said remuneration in consultation with the Auditors and duly approved by the Board of Directors of the Company, from time to time.

    RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

SPECIAL BUSINESS:

5. **Re-appointment of M/s. Utkarsh Shah & Co., Company Secretaries (Firm Registration No.S2022GJ889900) as Secretarial Auditor of the Company:**

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

    "**RESOLVED THAT** pursuant to the provisions of Section 204 and 179(3) of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 framed thereunder, Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), re-enactment thereof for the time being in force) and circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors, M/s Utkarsh Shah & Co, Company Secretaries (Firm Registration No.S2022GJ889900), be and are hereby re-appointed as the Secretarial Auditors for the Company, to hold office for a second term of five consecutive years i.e from financial year 2026-27 to financial year 2030-31, on such remuneration as may be mutually agreed between the Board of Directors and the Secretarial Auditors.

    . **RESOLVED FURTHER THAT** the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

Ratification of Remuneration payable to Cost Auditor for FY 2026-27:

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

"**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company be and hereby ratifies the remuneration of Rs. 90,000 (Rupees Ninety Thousand) plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit, payable to M/s G G & Associates., Cost Accountants (Firm Registration No.005228), who are appointed as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year 2026-27.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

7. **Revision in Remuneration of Mr. Bijal Sanghvi (DIN-01988242), Managing Director of the Company:**

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

"RESOLVED THAT Pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum of Association and the Articles of Association of the Company or any other law for the time being in force and on recommendation of Nomination and Remuneration Committee, consent of the Shareholders of the Company be and is hereby accorded to revise the remuneration payable to Mr. Bijal Sanghvi (DIN -01988242), Managing Director ("MD") of the Company, effective from 1st April, 2026 till completion of the remaining tenure as MD i.e till 5th September, 2029, such that the annual remuneration payable shall not exceed Rs. 1,65,60,000/- (Rupees One Crore Sixty Five Lakh Sixty Thousand Only) inclusive of fixed and variable components.

RESOLVED FURTHER THAT the terms and conditions of remuneration as set out in the Explanatory Statement annexed hereto which shall be deemed to form part hereof and in the event of inadequacy or absence of profits during his tenure, the remuneration comprising salary, perquisites, other benefits and emoluments if any, within the ceiling specified above be continued to be paid as minimum remuneration to Mr. Bijal Sanghvi (DIN-01988242).

RESOLVED FURTHER THAT 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 power including the powers conferred by this Resolution) be and is hereby authorized to vary and/or revise the remuneration of Mr. Bijal Sanghvi (DIN: 01988242) as the Managing Director within the overall limits under this resolution and to take such steps as may be necessary for obtaining necessary approvals (statutory, contractual or otherwise), in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writing that may be required on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

8. **Revision in Remuneration of Mrs. Purvi Sanghvi (DIN-01932029), Executive Director & CEO of the Company:**

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

"**RESOLVED THAT** Pursuant to the provisions of Sections 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015, the Memorandum of Association and the Articles of Association of the Company or any other law for the time being in force and on recommendation of Nomination and Remuneration Committee, consent of the Shareholders of the Company be and is hereby accorded to revise the remuneration payable to Mrs. Purvi Sanghvi (DIN-01932029), Executive Director & Chief Executive officer ("CEO") of the Company, effective from 1st April, 2026 till completion of the remaining tenure as Executive Director and CEO i.e till 9th August, 2029, such that the annual remuneration payable shall not exceed Rs. 48,30,000/- (Rupees Forty Eight Lakh Thirty Thousand Only) inclusive of fixed and variable components.

RESOLVED FURTHER THAT the terms and conditions of remuneration as set out in the Explanatory Statement annexed hereto which shall be deemed to form part hereof and in the event of inadequacy or absence of profits during her tenure, the remuneration comprising salary, perquisites, other benefits and emoluments if any, within the ceiling specified above be continued to be paid as minimum remuneration to Mrs. Purvi Sanghvi (DIN-01932029).

RESOLVED FURTHER THAT 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 power including the powers conferred by this Resolution) be and is hereby authorized to vary and/or revise the remuneration of Mrs. Purvi Sanghvi (DIN-01932029) as the Executive Director & CEO within the overall limits under this resolution and to take such steps as may be necessary for obtaining necessary approvals (statutory, contractual or otherwise),in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writing that may be required on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

9. **Revision in Remuneration of Mr. Anand Shah (DIN-09567072), Executive Director of the Company:**

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

"**RESOLVED THAT** Pursuant to the provisions of Sections 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act 2013 ("Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum of Association and the Articles of Association of the Company or any other law for the time being in force and on recommendation of Nomination and Remuneration Committee, consent of the Shareholders of the Company be and is hereby accorded to revise the remuneration payable to Mr. Anand Shah (DIN-09567072), Executive Director of the Company, effective from 1st April, 2026 till completion of the remaining tenure as Executive Director i.e till 9th August, 2029, such that the annual remuneration payable shall not exceed Rs. 48,75,540/- (Rupees Forty Eight Lakh Seventy Five Thousand Five Hundred Forty Only) inclusive of fixed and variable components.

RESOLVED FURTHER THAT the terms and conditions of remuneration as set out in the Explanatory Statement annexed hereto which shall be deemed to form part hereof and in the event of inadequacy or absence of profits during his tenure, the remuneration comprising salary, perquisites, other benefits and emoluments if any, within the ceiling specified above be continued to be paid as minimum remuneration to Mr. Anand Shah (DIN-09567072).

RESOLVED FURTHER THAT 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 power including the powers conferred by this Resolution) be and is hereby authorized to vary and/or revise the remuneration of Mr. Anand Shah (DIN-09567072) as the Executive Director within the overall limits under this resolution and to take such steps as may be necessary for obtaining necessary approvals (statutory, contractual or otherwise),in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writing that may be required on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

Date:- **31.07.2026**
Place:- **Ahmedabad**

For and on behalf of the Board
Axis Solutions Limited
(Formerly known as Asya Infosoft Limited)

Dipesh A. Panchal
Membership No. A34443

Registered office:
Plot no 324, Road No 5, Kathwada GIDC,
Ahmedabad-382430, Gujarat, India.
CIN: L43212GJ1985PLC029849
E-mail: investor.relation@axisindia.in
Website: www.axisindia.in
Tel: +91 9909906354

Notes

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No 14/2020 dated 8th April, 2020, Circular No 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and Circular No 02/2021 dated 13th January, 2021 and Circular No. 21/2021 dated 14th December, 2021 and 02/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and 09/2023 dated 25th September, 2023 and 09/2024 dated 19th September, 2024 and latest being 03/2025 dated 22nd September, 2025 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 and Circular No SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 and Circular No. SEBI/HO/CFD/CFD -PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the Annul General Meeting through VC/OVAM. In terms of the said circulars, the 41st Annual General Meeting ("AGM") of the Members is being conducted through VC/OAVM facility, which does not require physical presence of Members at a common venue.

2. Accordingly, in compliance with the provisions of the Act read with the Circulars, the AGM of the Company is being held through VC/OAVM only. Further, in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated 15th April,2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered office of the Company which shall be the deemed venue of the AGM.

3. Pursuant to the Provisions of the Act, A Member entitled to attend and Vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA circulars through VC or OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars and the SEBI circulars, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route MAP of AGM are not annexed to this Notice.

4. As per the provisions of clause 3.A.II. of the General Circular No. 20/2020 dated 5th May, 2020, issued by the MCA, the matters of special Business as appearing at item no 5 to 9 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.

5. The Explanatory Statement pursuant to Section 102 of the Act in respect of the Special Business and the relevant details in respect of the Directors seeking appointment/ re-appointment at this AGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India ('Secretarial Standard') are annexed hereto. Requisite declarations have been received from the Directors seeking appointment/re-appointment.

6. **Institutional Investors/Corporate Members:**
   Institutional Investors/Corporate Members (i.e other than Individuals/HUFs, NRIs etc.) who are intending to appoint their authorized representatives pursuant to Section 112 and 113 of the Companies act, 2013, as the case may be, to attend the AGM and vote through e-Voting are requested that certified copy of the Board Resolution/Power of Attorney/Authority Letter are:
   - Sent to the Scrutinizer by e-mail at info@csutkarsh.com with a copy marked to helpdesk.evoting@cdslindia.com and cs@axisindia.in. or
   - Uploaded by clicking on the 'Upload Board Resolution/Authority Letter' displayed under the 'e-Voting' tab in their login.

7. Only registered Members of the Company may attend and vote at the AGM through VC/OAVM facility.

8. 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 of the Company as on the cut-off date will be entitled to vote at the AGM.

9. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

10. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first serve basis as per the MCA circulars. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters/ Promoter Group, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.

11. **Inspection of Documents:**
    The following documents will be available electronically for inspection by the Members before as well as during the AGM:
    a) The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act
    b) The Register of Contract or Arrangement in which the directors are interested maintained under Section 189 of the Act
    c) Relevant documents referred to in the Notice or Explanatory Statements.

    Members desiring inspection, may send their request in writing to the Company from their registered e-mail address by mentioning their Name, DP ID and Client ID/ Folio No. and Mobile No. at investor.relation@axisindia.in upto the date of AGM.

12. **Dispatch of AGM Notice and Integrated Annual Report through Electronic mode:**
    The Notice of the AGM along with the Annual Report for 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent ('RTA')/ Depository Participants ('DP').

    Letter is being sent to the shareholders whose e-mail addresses are not registered, providing the web-link of Company's website from where the Annual Report can be accessed. The Company shall send physical copy of the Integrated Annual Report for FY 2025-26 to those Members who request for the same at cs@axisindia.in mentioning their Folio No./ DP ID and Client ID.

    The Notice along with the Integrated Annual Report for FY 2025-26 is also available on the website of the (a) Company – www.axisindia.in under investor tab (b) Stock Exchange where the securities of the Company are listed i.e. BSE Limited- www.bseindia.com (c) CDSL- www.evotingindia.com.

13. **Registrar and Transfer Agent ("RTA"):**
    The details regarding Registrar and Transfer Agent are as follows:

    ACCURATE SECURITIES
    AND REGISTRY PRIVATE LIMITED
    B 1105-1108 K P Epitome, Near Makarba Lake,
    Near Siddhi Vinayak Towers, Makarba,
    Ahmedabad : 380051
    Contact No. 7043730948
    Email id: info@accuratesecurities.com
    Website: www.accuratesecurities.com

14. To support the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Act, members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register/update their email address with their Depositor Participant(s).

15. **Process for those shareholders whose email ids are not registered:**
    I. Those Members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

       a) For Demat Shareholders- Members holding shares in demat form may validate/ update their email address and other details with their respective Depository Participants.

       b) For Physical shareholders- Please furnish Form ISR-1, (available on Company's Website at https://axisindia.in/investors-relation/investors-contacts/) along with the necessary attachments mentioned in the said Forms to Accurate Securities And Registry Private Limited- B 1105-1108 K P Epitome, Near Makarba Lake, Near

Siddhi Vinayak Towers, Makarba, Ahmedabad-380051. Members may also email the duly filled forms to info@accuratesecurities.com. This will enable the shareholders to receive electronic copies of the Integrated Annual Report for FY 2025-26 and this Notice.

II. Members who have already registered their email addresses are requested to get their email addresses validated with their Depository Participants/ Accurate Securities And Registry Private Limited to enable servicing of Notice/ Documents/ Annual Reports electronically to their email address.

16. Record Date And Book Closure

The Company has fixed Saturday, 12th September, 2026 as the 'Record Date' for determining entitlement of Members to final dividend for the financial year ended 31st March, 2026, if approved at the AGM.

The Register of Members and Share Transfer Books of the Company shall remain closed from Sunday, 13th September, 2026 to Saturday, 19th September, 2026 (both days inclusive) for the purpose of the AGM of the Company.

17. Final Dividend for FY 2026:

The Board of Directors has recommended a Final Dividend of Rs. 0.60 (Rupees Sixty Paisa) (6%) per equity share on face value of Rs. 10 each for the Financial Year ended on 31st March, 2026 which is proposed to be paid on or before Monday, 19th October, 2026 to those Members whose names appears in the Register of Members of the Company as on Record Date Saturday, 19th September, 2026 subject to the approval of the Shareholders at the AGM by way of electronic mode as under

a) **For shares held in electronic form:** to all the Beneficial Owners as of close of the business hours on Saturday, 12th September, 2026 as per the list of beneficial owners to be furnished by the NSDL and CDSL, and their Depository Participant (DP).

b) **For shares held in physical form:** To all Members whose names appears in the Company's Register of Members, after giving effect to valid transmission and transposition in respect of valid requests lodged with the Company on or before the close of business hours on Saturday, 12th September, 2026.

The Securities and Exchange Board of India ("SEBI"), through its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November, 2021, and its subsequent amendments Circular Nos. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March,2023, and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 has mandated that, effective from 1st April,2024, dividends to security holders holding securities in physical form shall be paid only through electronic mode. Such electronic payments will be processed only after the security holders has furnished the necessary details, including Permanent Account Number (PAN), Choice of Nomination (or an explicit opt-out), contact information such as mobile number and email address (if available), bank account details for direct credit of dividends, and a specimen signature. Failure to provide any of these mandatory details will result in non-payment of dividends to such security holders.

Further, relevant FAQs published by SEBI to provide clarity on the new requirements can be assessed on its official website. These FAQs offer detailed guidance for security holders in physical form regarding the submission of required documents and procedure.

In terms of Schedule I of the SEBI (LODR) Regulations, 2015, listed companies are required to use the Reserve Bank of India's approved electronic mode of payment such as electronic clearance service (ECS), LECS (Local ECS)/ RECS (Regional ECS)/ NECS (National ECS), direct credit, real time gross settlement, national electronic fund transfer (NEFT) etc. for making payments like dividend etc. to the Members.

Accordingly, members holding securities in demat mode are requested to update their bank details with their Depository Participants. Members holding securities in physical form shall send request for updating their bank details, to the Company's RTA at info@accuratesecurities.com.

18. Mandatory Electronic Payment of Dividend:

With effect from 18th November, 2025, dividend shall be processed only in electronic mode, and payment through dividend warrants or cheques has been discontinued pursuant to SEBI Master Circular No. SEBI/HO/38/13/(4)2026-MIRSDPOD/ I/4298/2026 dated February 6, 2026 read with SEBI Listing Regulations.

Payment shall be made subject to :

- Folio being KYC compliant i.e PAN, contact details including Mobile No., Bank Account details and specimen signature are registered with the Company/ RTA (for shareholders holding shares in physical form)
- Updating of bank details with DPs (for shareholders holding shares in dematerialized form)

19. Tax Deducted at Source ('TDS') on dividend:

Dividend income is taxable in the hands of Members w.e.f 1st April, 2020, in accordance with Finance Act, 2020, and the Company is required to deduct TDS from the dividend to be paid to the Members as per rates prescribed under the Income Tax Act, 2025 ('**IT Act**').

Members are requested to update their Residential Status PAN details and Category with:

I. The DP (if shares are held in electronic form) or
II. The Company / RTA (if shares are held in physical form)

Resident Individual may send the documents to info@accuratesecurities.com. Non Resident Shareholders & Institutional Shareholders are requested to send their documents at investor.relation@axisindia.in on or before 12th September, 2026 (up to 7.00 PM) to enable the Company to determine the appropriate TDS/Withholding tax rate and provide exception, if applicable.

For the detailed process, please visit the website of the company at www.axisindia.in and also refer the email sent to members in this regard.

Key documents to be submitted/ uploaded as per Income Tax Rules 2026 for TDS Exemption Declaration:

Category of Shareholder	Documents to be submitted/uploaded
Resident individual shareholders with PAN* and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax	I) Form 121 (erstwhile Form No. 15G or Form No. 15H)

Category of Shareholder	Documents to be submitted/uploaded
Non-resident shareholders [including Foreign Portfolio Investors (FPIs)] who can avail beneficial rates under tax treaty between India and their country of tax residence	I) No Permanent Establishment Declaration ii) Beneficial Ownership Declaration iii) Tax Residency Certificate iv) Copy of electronically filed Form 41 (erstwhile Form 10F) v) Any other document which may be required

*If PAN is not correct/invalid/inoperative/not linked to Aadhar then tax will be deducted at higher rates and credit of TDS will not be available. [Section 397 of the Income Tax Act, 2025]

20. Unclaimed Dividend and Investor Education and Protection Fund (IEPF):

Dividend, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the IEPF Account. The Shares in respect of which the dividend is not claimed for 7 consecutive years are liable to be transferred to the demat account of the IEPF Authority. In view of this Members/Claimants are requested to claim their dividends from the Company within the stipulated timeline.

The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

21. Members to intimate changes in their details:

Pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated 12th October, 2023 read with SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6th February, 2026 Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile no., PAN, mandates, choice of nominations, power of attorney, bank details viz name of the bank and branch details, bank account, MICR code, IFSC etc. in the following manner:

a) **For shares held in dematerialized form:** to their Dps.

b) **For shares held in physical form:** to the Company/RTA in prescribed Form ISR-1 and other forms.

22. Nomination facility:

As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13, if a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 and SH-14 as the case may be. The said form can be downloaded from the Company's website www.axisindia.in under investor tab. Members are requested to submit the said form to their DP in case the same held in electronic form and to the Registrar in case the shares are held in physical form.

23. Dematerialization of shares:

SEBI has mandated listed companies are required to process certain investor service requests—such as issuance of duplicate securities certificates, claims from unclaimed suspense accounts, renewal/exchange of securities certificates, endorsement, sub-division/ splitting of securities certificates, consolidation of securities certificates/ folios, transmission, and transposition - only in dematerialized form, subject to the folio being KYC compliant.

Accordingly, shareholders seeking any of the aforesaid services are requested to submit the duly completed and signed Form ISR-4. The Form is available on website of the Company at www.axisindia.in under Investor tab and on website of RTA at www.accuratesecurities.com.

Pursuant to SEBI Master Circular No. HO/38/13/(4)2026 -MIRSD-POD/I/4298/2026 dated 6th February, 2026., and with effect from 2nd April, 2026 SEBI has dispensed with the requirements of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service requests such as issuance of duplicate securities certificates, claims from unclaimed suspense accounts, renewal/exchange of securities certificates, endorsement, sub-division/splitting of securities certificates, consolidation of securities certificates/folios, transmission, and transposition. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List.

Pursuant to Regulation 40(1) of SEBI (LODR) Regulations, 2015, Request for transfer, transmission and transportation of securities shall be effected only in dematerialized form. In view of the same, to eliminate all risks associated with physical shares and to avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company/RTA for assistance in this regard.

24. Consolidation of share certificates:

Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company at investor.relation@axisindia.in or RTA at info@accuratesecurities.com. the details of such folios together with the share certificates and self-attested copies of the PAN card of the holders of consolidating their holdings in one folio along with the valid demat account details along and the latest Client Master List (not older than 2 months), Requests for consolidation of share certificates shall be processed in dematerialized form only.

25. Special window for re-lodgment of physical share transfer requests:

Members who have executed the transfer prior to 1st April, 2019 but were not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents have been provided a special re-lodgment window till 4th February, 2027, to re-lodge the transfer requests.

Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialized form and will carry a one-year lock-in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

26. Online Dispute Resolution Portal:

SEBI vide circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated 31st July, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 4th August, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated 31st July, 2023 (updated as on 20th December, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the Registrar and Share Transfer Agent/ the Company directly and through existing SCORES Platform, the investors can initiate dispute resolution through the ODR Platform (https://smartodr.in/login) and the same can also be accessed through the Company's website at https://smartodr.in/login.

27. **Harnessing DigiLocker as a Digital Public Infrastructure:**
SEBI vide its Circular SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2025/32 Dated 19th March, 2025 had introduced DigiLocker as a Digital Public Infrastructure to reduce unclaimed securities in the Indian Securities Market. DigiLocker is digital documents wallet of Government of India facilitating investors to securely store and access issued Documents, demat holdings etc., along with a facility to appoint a nominee to their DigiLocker account. In the event of the investor's demise, such nominee(s) will be provided access to the digital information of the deceased investor to initiate the process of transmission of deceased investor's financial assets or to pass the information to surviving joint holder or to legal heirs

28. Members who wish to obtain any information on the Company or view the Financial Statements for the Financial Year ended 31st March, 2026 can send their queries at investor.relation@axisindia.in at least 10 (Ten) days before the Date of 41st AGM. The same will be replied by/on behalf of the Company suitably.

29. Subject to the receipt of requisite number of votes, the Resolutions forming part of the AGM Notice shall be deemed to be passed on the date of the AGM i.e 19th September, 2026.

30. The Company has appointed Mr. Utkarsh Shah (FCS - 12526, CP - 26241) of M/s. Utkarsh Shah & Co., Practicing Company Secretary, to act as the Scrutinizer for conducting the remote e-voting process as well as the venue voting system on the date of the AGM in a fair and transparent manner.

31. **Process and manner for members opting for voting through electronic means:**
    I. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and pursuant to the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL), as the authorized e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.

    II. Members whose names are recorded in the Register of Member or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e Saturday, 12th September, 2026, shall be entitled to avail the facility of remote e-voting as well as venue voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

    III. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Saturday, 12th September, 2026 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.

    IV. The remote e-voting will commence on Wednesday, 16th September, 2026 at 9.00 a.m. and will end on Friday, 18th September, 2026, at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. Saturday, 12th September, 2026, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.

    V. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

VI. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Saturday, 12th September, 2026.

VII. The Company has appointed CS Utkarsh Shah of M/s. Utkarsh Shah & Co., Practicing Company Secretary, Ahmedabad (Membership No. FCS 12526; COP No.26241), to act as the Scrutinizer for conducting the remote e-voting process as well as the venue voting system on the date of the AGM, in a fair and transparent manner.

32. The instruction for shareholders for remote voting are as under:

I. The voting period begins on Wednesday, 16th September, 2026 at 9:00 a.m. (IST) and ends on Friday, 18th September, 2026 at 5:00 p.m (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e Saturday, 12th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

II. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

III. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, It has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

Currently there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

IV. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there 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. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

V. Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID a. For CDSL: 16 digits beneficiary ID, b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID, c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

VI. After entering these details appropriately, click on "SUBMIT" tab.

VII. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

VIII. For shareholders holding shares in physical form, the details can be used only for e voting on the resolutions contained in this Notice.

IX. Click on the EVSN of the Company- Axis Solutions Limited on which you choose to vote.

X. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

XI. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

XII. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

XIII. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

XIV. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

XV. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

XVI. There is also an optional provision to upload Board Resolution/Power of Attorney if any uploaded, which will be made available to scrutinizer for verification.

XVII. Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

XVIII. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be de-link in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at info@csutkarsh.com with a copy marked to investor.relation@axisindia.in if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

33. The instruction for shareholders attending the AGM through VC/OAVM & e-voting during meeting are as under:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for Remote e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.

4. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.

5. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

34. The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting and count the same, and count the votes cast during the AGM, and shall make, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or

against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer's decision on the validity of the votes shall be final.

35. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.axisindia.in and on the website of CDSL i.e. www.cdslindia.com within two days of the passing of the Resolutions at the 41st Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

36. **Instructions for shareholders for attending the AGM through VC/OAVM are as under:**

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Members may access the same at https://www.evotingindia.com under shareholders' /members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/ members login where the EVSN of Company will be displayed.

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

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

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

5. For ease of conduct, members who would like to ask questions may send their questions in advance at least (7) days before AGM mentioning their name, Demat account number / folio number, email id, mobile number to cs@axisindia.in and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

6. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

Contact Details:

Company	**Axis Solutions Limited** **Regd. Office** Plot no 324, Road No 5, Kathwada GIDC, Ahmedabad-382430, Gujarat, India. CIN: L43212GJ1985PLC029849 E-mail: investor.relation@axisindia.in Website: www.axisindia.in Tel: +91 9909906354
Registrar and Transfer Agent	**Accurate Securities and Registry Private Limited** B 1105-1108 K P Epitome, Near Makarba Lake, Near Siddhi Vinayak Towers, Makarba, Ahmedabad : 380051, Gujarat, India. Telephone no. 7043730948 Email id: info@accuratesecurities.com Website: www.accuratesecurities.com
e-Voting Agency	**Central Depository Services (India) Limited** E-mail ID: helpdesk.evoting@cdslindia.com Phone: 022- 22723333 / 8588
Scrutinizer	**CS Utkarsh Shah** Practicing Company Secretary Email Id: info@csutkarsh.com

Annexure to The Notice

Explanatory Statement in respect of the Special Business Pursuant to Section 102 of the Companies Act, 2013 ('the Act')

Item No. 4: Re-appointment of M/s. Chandabhoy & Jassoobhoy, Chartered Accountants (Firm Registration No. 101648W) as Statutory Auditors of the Company

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the tenure of M/s. Chandabhoy & Jassoobhoy, Chartered Accountants (Firm Registration No. 101648W), the Statutory Auditors of the Company is ending with the conclusion of this Annual General Meeting (i.e. AGM being held for the F.Y 2025-26). Accordingly, in terms of provision of Section 139(1) and 139(2)(b), it is proposed before the shareholders to re-appoint M/s. Chandabhoy & Jassoobhoy, Chartered Accountants (Firm Registration No. 101648W), as Statutory Auditor of the Company for the Second term of five consecutive years.

Accordingly M/s. Chandabhoy & Jassoobhoy have consented to their appointment as Statutory Auditor of the Company and have confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act. The Audit Committee and the Board of Directors of the Company accorded their respective consents to recommend to the members to re-appoint M/s. Chandabhoy & Jassoobhoy, Chartered Accountant as the statutory auditors of the Company, pursuant to provisions of Section 139 (1) of the Companies Act, 2013 for the second term of 5 years from the conclusion of 41st Annual General Meeting (to be held for the F.Y. 2025-26) until the conclusion of the 46th AGM (to be held for F.Y. 2030-31) at a remuneration to be determined by the Board of Directors of the Company in addition to out of pocket expenses as may be incurred by them during the course of Audit and accordingly, the said matter is placed before the members for their approval.

Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of M/s Chandabhoy & Jassoobhoy, Chartered Accountant, are as under:

Profile of M/s. Chandabhoy & Jassoobhoy:

M/s. Chandabhoy & Jassoobhoy, Chartered Accountants (Firm Registration No. 101648W), established on 8th May, 1981, is a well-established Ahmedabad-based firm led by a team of highly qualified and experienced professionals with wide-ranging expertise in statutory audits, internal audits, bank audits, direct and international taxation, FEMA matters, corporate laws, insolvency resolution, transaction advisory, Ind AS implementation, MIS systems and management consultancy services. The firm is supported by a competent team of Chartered Accountants, articled assistants and experienced audit personnel. With over four decades of professional excellence, the firm has earned a strong reputation for delivering quality services to banks, financial institutions, NBFCs, insurance companies, listed and private sector corporates, co-operative societies and multinational subsidiaries.

Proposed fees payable to the Statutory Auditors:

The Board of Directors of the Company, on recommendation of the Audit Committee, and subject to approval of the members of the Company at the AGM, have recommended a fees of not exceeding Rs. 10,00,000/- (Rupees Ten Lakh only). The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the statutory auditor, whenever required. The Board of Directors of the Company (including the Audit Committee of the Board or any officer of the Company authorized by the Board) in consultation with the Statutory Auditor, are authorized to alter and vary the terms and conditions including remuneration of the Statutory Auditor arising out of increase in scope of work, amendment to Accounting Standards or Listing Regulations and such other requirements resulting in the change in scope of work etc.

Terms of appointment:

The terms of appointment shall be from the conclusion of the 41st Annual General Meeting for the financial year 2025-26 till the conclusion of 46th Annual General Meeting to be held for the financial year 2030-31. The Letter of appointment specifying the detailed terms of appointment shall be finalized by the Board of Directors of the Company by taking into consideration the view of the Audit Committee, if any.

Basis for recommendation for appointment:

In terms of Regulation 17(11) & 36 of the Listing Regulations, the shareholders are hereby informed that the first term of five consecutive years of the Statutory Auditors of the Company is due for completion. Accordingly, based on the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on 31st July, 2026, has considered and approved the re-appointment of M/s. Chandabhoy & Jassoobhoy, Chartered Accountants (Firm Registration No. 101648W), as Statutory Auditors of the Company, to hold office for a second term of five consecutive years, as set out in the resolution above.

The said re-appointment has been proposed considering, inter alia, the size, scale, and requirements of the Company. The Board of Directors and the Audit Committee have unanimously recommend the re-appointment of M/s. Chandabhoy & Jassoobhoy for the approval of the Members of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

Item No. 5: Re-appointment of M/s. Utkarsh Shah & Co., Company Secretaries (Firm Registration No.S2022GJ889900) as Secretarial Auditor of the Company

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to amendment to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), every listed entity and its material subsidiaries in india are required to conduct Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a company is required to appoint a peer reviewed secretarial auditor (if individual then for not more than one term of five consecutive years and if a firm then for not more than two terms of five consecutive years), with the approval of the shareholders in the Annual General Meeting.

Accordingly, M/s Utkarsh Shah & Company, Practicing Company Secretaries, (Firm Registration No. S2022GJ889900), was appointed as the Secretarial Auditor of the Company for the first term of 1 (one) financial year i.e 2025-26. Further, based on the recommendation of Audit Committee, the Board of Directors at its meeting held on 21st May, 2026, approved the re-appointment of the said firm as Secretarial Auditor for a second term of five (5) consecutive years commencing from financial year 2026-27 to financial year 2030-31.

Furthermore, in terms of the amended regulations, M/s Utkarsh Shah & Company, has provided a confirmation that they have subjected themselves to the peer review process of the institute of Company Secretaries of India and hold a valid peer review certificate. M/s Utkarsh Shah & Company has confirmed that they are not disqualified from being appointed as Secretarial Auditors for second term and that they have no conflict of interest. M/s Utkarsh Shah & Company has further furnished a declaration that they have not taken up any prohibited non-secretarial audit assignment for the Company, its holding and subsidiary companies.

While recommending M/s Utkarsh Shah & Company for re-appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. M/s Utkarsh Shah & Company was found to be well-equipped to manage the scale, diversity and complexity associated with the Secretarial Audit of the Company.

Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of M/s Utkarsh Shah & Company, Practicing Company Secretary, are as under:

Profile of M/s. Utkarsh Shah & Co.:

M/s Utkarsh Shah & Company is a peer reviewed and well established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, New Delhi. The firm is led by Mr. Utkarsh Shah who is expertise in the field of corporate governance, capital market transactions, listing and de-listing of equity shares, mergers and acquisitions.

Proposed fees payable to the Statutory Auditors:

The Board of Directors of the Company, on recommendation of the Audit Committee, and subject to the approval of the members of the Company at the AGM, have recommended a fees of Rs. 1,40,000/- (Rupees One Lakh

Forty Thousand only) for Financial Year 2026-27 and as may be mutually agreed between the Board and the Secretarial Auditor for subsequent years.

Additional fees for other professional services will be determined separately by the management, in consultation with M/s Utkarsh Shah & Company, and will be subject to approval by the Board of Directors and/ or the Audit Committee.

Terms of appointment:

The appointment shall be effective for a period of five (5) consecutive years commencing from the financial year 2026-27 up to the financial year 2030-31. The detailed terms of appointment, as outlined in the Letter of Appointment, will be finalized by the Company's Board of Directors, taking into account the recommendation of the Audit Committee.

M/s Utkarsh Shah & Company has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations Accordingly, approval of the shareholders is sought for appointment of M/s Utkarsh Shah & Company as the Secretarial Auditors of the Company for a second term.

Basis of recommendation for appointment:

In terms of Regulation 24A(1) (1A) of the Listing Regulations, the shareholders are hereby informed that the first term of one financial year of the Secretarial Auditor of the Company is due for completion. Accordingly, based on the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on 21st May, 2026, has considered and approved the re-appointment of M/s. Utkarsh Shah & Co., Company Secretaries, (Firm Registration No. S2022GJ889900), as Secretarial Auditors of the Company, to hold office for a second term of five consecutive years, as set out in the resolution above.

The said re-appointment has been proposed considering, inter alia, the size and requirements of the Company. The Board of Directors and the Audit Committee have unanimously recommend the re-appointment of M/s. Utkarsh Shah & Co., Company Secretaries for the approval of the Members of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

Item No. 6: Ratification of Remuneration payable to Cost Auditor for FY 2026-27

As per the provisions of Section 148(3) of the Companies Act, 2013 ('Act') read with the Companies (Cost Records and Audit) Rules, 2014 ('the Rules'), as amended from time to time, the Company is required to have an audit conducted of its cost records by a cost accountant in practice for products covered under the Rules. The Board, based on the recommendation of the Audit Committee, has approved the appointment of M/s. G G & Associates. (Firm Registration No.005228), as the Cost Auditor to conduct the audit of the cost records of the Company for the FY 2026-27, at a remuneration of Rs. 90,000 (Ninety Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses on actuals.

In accordance with Section 148(3) of the Act, read with the Rules, the recommendation payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company. Accordingly, the approval of the Member is sought for passing an Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors for FY 2026-27. The Board commends ratification of remuneration of Cost Auditors, as set out in Item No. 6 of the Notice for approval by the Members as an Ordinary Resolution.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

Item No. 7: Revision in Remuneration of Mr. Bijal Sanghvi (DIN-01988242), Managing Director of the Company

Mr. Bijal Sanghvi (DIN: 01988242) was appointed as Managing Director of the Company effective from 6th September, 2024 for a period of 5 years and he is the Promoter of the Company.

In view of his significant contribution towards the growth and performance of the Company, and considering the industry remuneration benchmarks for similar positions and his vast experience, role and responsibilities, leadership capabilities, entrepreneurial skills, its proposed to revise his remuneration with effect from 1st April, 2026 till the remaining period i.e 6th September, 2029.

He possesses vast experience and has leadership capabilities, entrepreneurial skills, which have enabled the Company to achieve its goals and objectives. Further to mention that the business is growing and with that responsibilities of the Managing Director are also growing. Besides, considering the increased involvement in critical business matters requiring him to shoulder larger responsibilities, devote more time for achieving desired results, and pursuant to the recommendations of the Nomination and Remuneration Committee, it is proposed to revise the remuneration payable to Mr. Bijal Sanghvi, Managing Director.

Mr. Bijal Sanghvi is the Managing Director and Promoter of the Company. He holds Bachelor's degree in engineering (Instrumentation and Control Engineering) from L.D. College and Engineering, Ahmedabad (Gujarat University). As a founder of our company, he has extensive experience in industrial automation. He has a proven track record of designing, implementing, and optimizing automation systems to enhance efficiency, reduce downtime, and improve overall productivity. Adept at combining technical expertise with a deep understanding of industrial processes to deliver innovative automation solutions. Company have significantly benefitted from the vision, technical acumen and leadership of Mr. Bijal Sanghvi.

The Material terms of the remuneration are given below:

1. Annual Remuneration: Not exceeding Rs. 1,65,60,000/- (Rupees One Crore Sixty-five Lakh Sixty Thousand only) inclusive of fixed and variable components, effective from 1st April, 2026 with authority to the Board of Directors of the Company on the recommendation of NRC to grant such increment within the said scales as it may determine from time to time.

2. Contribution to Provident Fund, to the extent are not taxable under the income-tax Act, 1961 as per Company's HR Policy;

3. Perquisites: in addition to the remuneration specified above, He shall be entitled to

   - Contribution by the Company towards Personal Accident Insurance, Medicaid Insurance and term insurance;
   - Use of a Company-maintained chauffeur-driven car exclusively for official/business purposes of the Company;
   - Telephone, mobile phone, laptop, internet facilities at residence and such other communication facilities as may be provided by the Company for official/business purposes;
   - Gratuity as per the rules of the company.
   - Any other perquisites and allowances as may be determined by the Board from time to time within the overall limits specified in the Act or the limits as approved by the Members of the Company.

4. **Minimum Remuneration:**

   in the event of inadequacy or absence of profits during his tenure, the remuneration comprising salary, perquisites, other benefits and emoluments if any, within the ceiling specified above be continued to be paid as minimum remuneration.

   Relevant details relating to Mr. Bijal Dineshchandra Sanghvi as required by the Act, Secretarial Standard-2 on General Meeting issued by the ICSI are provided in Annexure-1 to this Notice.

   The Resolution set out at Item No 7 shall be considered as the sufficient compliance for the purpose of Regulation 17(6)(e) of the listing Regulations as amended from time to time.

   Except Mr. Bijal Dineshchandra Sanghvi, along with his relatives, none of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

Item No. 8: Revision in Remuneration of Mrs. Purvi Sanghvi (DIN-01932029), Executive Director & CEO of the Company

Mrs. Purvi Sanghvi (DIN: 01932029) was appointed as an Executive Director of the Company with effect from 10th August, 2024 for a term of five (5) years. Subsequently, she was designated as the Chief Executive Officer (CEO) of the Company with effect from 6th September, 2024, She is also a Promoter of the Company.

However, considering her vast experience, leadership capabilities and her performance, contributions towards set corporate goals & achievements made during her tenure and pursuant to recommendations of Nomination and Remuneration Committee, it is proposed to revise her remuneration payable for balance term of her tenure as Executive Director & CEO effective from 1st April, 2026.

Mrs. Purvi Sanghvi possesses extensive industry experience, strong leadership capabilities and sound entrepreneurial skills, which have significantly contributed to the Company's growth and achievement of its business objectives. She is also responsible for overseeing the Human Resources and Research & Development functions of the Company. Further to mention that the business is growing and with those responsibilities of the Executive Director and CEO are also growing and pursuant to the recommendation of the Nomination and Remuneration Committee, it is proposed to revise the remuneration payable to Mrs. Purvi Sanghvi, Executive Director & CEO effective from 1st April, 2026 upto the balance term of her tenure.

Mrs. Purvi Sanghvi is Executive Directors & Chief Executive Officer of Company. She holds Bachelor's degree in engineering from L. D. College of Engineering, Gujarat University. She has been associated with company since inception.

The Material terms of the remuneration are given below:

1. Annual Remuneration: Not exceeding Rs. 48,30,000/- (Rupees Forty Eight Lakh Thirty Thousand only) inclusive of fixed and variable components, effective from 1st April, 2026 with authority to the Board of Directors of the Company on the recommendation of NRC to grant such increment within the said scales as it may determine from time to time.

2. Contribution to Provident Fund, to the extent are not taxable under the income-tax Act, 1961 as per Company's HR Policy;

3. Perquisites: in addition to the remuneration specified above, He shall be entitled to

    - Contribution by the Company towards Personal Accident Insurance, Medicaid Insurance and term insurance;
    - Use of a Company-maintained car exclusively for official/business purposes of the Company;
    - Telephone, mobile phone, laptop, internet facilities at residence and such other communication facilities as may be provided by the Company for official/business purposes;
    - Gratuity as per the rules of the company.
    - Any other perquisites and allowances as may be determined by the Board from time to time within the overall limits specified in the Act or the limits as approved by the Members of the Company.

4. **Minimum Remuneration:**

    in the event of inadequacy or absence of profits during her tenure, the remuneration comprising salary, perquisites, other benefits and emoluments if any, within the ceiling specified above be continued to be paid as minimum remuneration.

    Relevant details relating to Mrs. Purvi Sanghvi as required by the Act, Secretarial Standard-2 on General Meeting issued by the ICSI are provided in Annexure-1 to this Notice.

    The Resolution set out at Item No 8 shall be considered as the sufficient compliance for the purpose of Regulation 17(6)(e) of the listing Regulations as amended from time to time.

    Except Mrs. Purvi Sanghvi, along with his relatives, none of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

Item No. 9: Revision in Remuneration of Mr. Anand Shah (DIN-09567072), Executive Director of the Company

Mr. Anand Shah (DIN-09567072), was appointed as an Executive Director of the Company with effect from 10th August, 2024 for a term of five (5) years. he is not promoter or related to promoter of the company.

However, considering his vast experience, exceptional leadership capabilities, entrepreneurial vision and involvement in critical business matters and solutions thereof and pursuant to recommendations of Nomination and Remuneration Committee, it is proposed to revise his remuneration payable for balance term of his tenure as Executive Director effective from 1st April, 2026.

Mr. Anand Shah holds a Bachelor's degree in Instrumentation and Control Engineering, along with a Diploma in Business Administration specializing in Operations Management.

The Material terms of the remuneration are given below:

1. Annual Remuneration: Not exceeding Rs. 48,75,540/- (Rupees Forty Eight Lakh Seventy Five Thousand Five Hundred Forty Only) inclusive of fixed and variable

components, effective from 1st April, 2026 with authority to the Board of Directors of the Company on the recommendation of NRC to grant such increment within the said scales as it may determine from time to time.

2. Perquisites: in addition to the remuneration specified above, He shall be entitled to

- Contribution by the Company towards Personal Accident Insurance, Medicaid Insurance and term insurance;
- Use of a Company-maintained car exclusively for official/business purposes of the Company;
- Telephone, mobile phone, laptop, internet facilities at residence and such other communication facilities as may be provided by the Company for official/business purposes;
- Gratuity as per the rules of the company.
- Any other perquisites and allowances as may be determined by the Board from time to time within the overall limits specified in the Act or the limits as approved by the Members of the Company.

3. **Minimum Remuneration:**

in the event of inadequacy or absence of profits during his tenure, the remuneration comprising salary, perquisites, other benefits and emoluments if any, within the ceiling specified above be continued to be paid as minimum remuneration.

Relevant details relating to Mr. Anand Shah as required by the Act, Secretarial Standard-2 on General Meeting issued by the ICSI are provided in Annexure-1 to this Notice.

Except Mr. Anand Shah , along with his relatives, none of the Directors and/or Key Managerial Personnel of the Company and their relatives are concerned or interested, directly or indirectly, financially or otherwise, in the proposed Resolution except to the extent of their Shareholding, if any, in the Company.

Date:- **31.07.2026**
Place:- **Ahmedabad**

For and on behalf of the Board
Axis Solutions Limited
(Formerly known as Asya Infosoft Limited)

Dipesh A. Panchal
Membership No. A34443

Registered office:
Plot no 324, Road No 5, Kathwada GIDC,
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Annexure - A

Details of directors seeking re-appointment including the information of Directors, whose remuneration is being revised/varied at the AGM, as required pursuant to Secretarial Standard on General Meeting ("SS-2"), issued by the institute of Company Secretaries of india are given hereunder:

Nature of Information	Item No 7	Item No 8	Item No 3 & 9
Name of Director	Mr. Bijal Dineshchandra Sanghvi	Mrs. Purvi Bijal Sanghvi	Mr. Anand Vinodchandra Shah
Brief Profile/ Expertise/ Experience	Mr. Bijal Sanghvi is a highly skilled and results-oriented professional with extensive experience in industrial automation. He has a proven track record of designing, implementing, and optimizing automation systems to enhance efficiency, reduce downtime, and improve overall productivity. Adept at combining technical expertise with a deep understanding of industrial processes to deliver innovative automation solutions.	Mrs. Purvi Sanghvi has experience and expertise in designing and configuring Supervisory Control and Data Acquisition (SCADA) systems for real-time monitoring and control of industrial processes.	Having 25 years experience in instrumentation and control field with knowledge of gas chromatograph and it's sampling system, continuous emissions monitoring system (cems) with different analyser, steam and water analysis system (swas) with analyser. Also having knowledge of trouble shooting of system, understand customer requirement and provide proper solution
Date of Birth	22-06-1971	18-06-1975	21-10-1975
Nationality	Indian	Indian	Indian
Date of First Appointment	10-08-2024	10-08-2024	10-08-2024
Qualification	Bachelor's degree in engineering (Instrumentation and Control Engineering) from L.D. College and Engineering, Ahmedabad (Gujarat University)	Bachelor's degree in engineering from L. D. College of Engineering, Gujarat University.	Bachelor's degree in engineering in instrumentation and control and also diploma in business administration in operation management
Remuneration last drawn	1,44,00,000	42,00,000	42,39,600
Remuneration to be paid	1,65,60,000	48,30,000	48,75,540

Nature of Information	Item No 7	Item No 8	Item No 3 & 9
Directorship in other Companies	Axiot Informatics Private Limited, Axis Analytics India Private Limited, Axis New Energy Private Limited	Axis Analytics India Private Limited, Axis New Energy Private Limited	Tupik Private Limited
Chairmanship/ Membership of the Committees of the Board of Directors of the listed entity (in India) (includes only Audit Committee and Stakeholders' Relationship Committee)	Nil	Nil	Nil
Number of meetings of the Board attended during the Year	6	5	5
Shareholding in the Company	3,22,26,384	79,96,632	Nil
Relationship with other Directors and KMP of the Company	Mr. Bijal Sanghvi is husband of Mrs Purvi Sanghvi (Promoter of the Company)	Mrs. Purvi Sanghvi is wife of Mr. Bijal Sanghvi (Promoter of the Company)	Mr. Anand Shah is not related to any Director or KMP of the Company