

Ref: ITL/SE/2025-26/32

**Date: September 06, 2025**

To,

The Manager,  
Corporate Relation Department  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400001.

The Manager  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor; Plot No. C/1  
G Block, Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051

Scrip Code: 532326

Symbol: INTENTECH;

**Sub: Notice of 35th Annual General Meeting (AGM) and Annual Report 2024-25**

Dear Sir / Madam,

This is to inform you that the 35th Annual General Meeting (AGM) of the Company is scheduled to be held on Tuesday, September 30, 2025 at 12:00 noon (IST) through Video Conferencing ('VC') facility or other audio visual means ('OAVM'), in accordance with the Circular issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

Pursuant to Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, please find enclosed Notice convening the 35th AGM of the Company and 35th Annual Report for the Financial Year 2024-25. The 35th AGM Notice along with Annual Report 2024-25 is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Transfer Agent/Depositories as per the above said circulars.

The 35th Annual Report of the Company for FY 2024-25 is also available on the website of the Company at: <https://in10stech.com/investors> (Annual Report section)

Kindly take the same on record.

Thanking you,  
Yours Faithfully,  
For **Intense Technologies Limited**



**Pratyusha Podugu**  
Company Secretary and Compliance Officer



**Intense Technologies Limited**  
Unit # 01, The Headquarters, 10th floor, Wing B, Orbit by Auro Realty,  
Knowledge City, Raidurg, Hyderabad-500019, India  
T : +91 40 45474621 F : +91 40 27819040  
E : [info@in10stech.com](mailto:info@in10stech.com) CIN - L30007TG1990PLC011510  
Our Global Offices : Dubai | Florida | London

# Notice

To the Members of  
**Intense Technologies Limited**

Notice is hereby given that the Thirty Fifth (35<sup>th</sup>) Annual General Meeting (AGM) of the members of Intense Technologies Limited (CIN: L30007TG1990PLC011510) ("the Company") will be held on Tuesday, 30<sup>th</sup> day of September, 2025 at 12.00 P.M. IST through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following business:

## Ordinary Business:

### **1. To receive, consider and adopt**

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members be and are hereby considered and adopted."

and

- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, the Report of the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the members be and are hereby considered and adopted."

### **2. Declaration of Dividend**

To declare final dividend on equity shares at the rate of 50% i.e., ₹ 1.00/- (Rupees One only) per equity share of face value of ₹2/- (Two Rupees) each for the Financial Year ended March 31, 2025 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** a dividend at the rate of (50 %) i.e., ₹ 1.00/- (Rupees One only) per equity share of face value of ₹ 2/- (Two Rupees) each fully paid- up Equity Shares of the Company, as recommended by the Board of Directors be and is hereby approved for the financial year ended March 31, 2025."

### **3. Re-appointment of Director**

To appoint a director in place of Mr. Tikam Sujan (DIN: 02137651), who retires by rotation and being eligible, offers himself for re-appointment, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Section 152 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, Mr. Tikam Sujan (DIN: 02137651), who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company."

## **Special Business:**

### **4. Modification of Intense Employees Stock Option Plan 2005**

To consider and, if thought fit, to pass, with or without modification, the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 62(1) and all other applicable provisions, if any, of the Companies Act, 2013, and Rules framed there under, the Memorandum and Articles of Association of the Company, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as “SEBI SBEB & SE Regulations”), issued by the Securities and Exchange Board of India (“SEBI”), approval and consent of the shareholders of the Company be and is hereby accorded to amend, ratify, approve and adopt the ‘Intense Employees Stock Option Plan 2005’ (hereinafter referred to as the “Intense ESOP 2005”)

**“RESOLVED FURTHER THAT** the Board (which shall for all purpose include the Nomination and Remuneration Committee) be and is hereby authorized to Modify, change, vary, alter and amend Intense ESOP 2005 to make it compliant with SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and Companies Act, 2013 and all other applicable laws, subject to the extent allowed by the Shareholders in their resolution.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary and desirable including without limitation, to make modifications, changes, variations, alterations or revisions in the employee stock option plan(s) as it may deem fit, seek requisite approvals from the appropriate authorities, appointment of consultants, advisors and other agencies.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to the Nomination and remuneration Committee to give effect to this resolution.”

### **5. To approve the appointment of the Secretarial Auditor of the Company:**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **ordinary resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Audit Committee and approval of the Board of Directors of the Company (‘Board’), , M/s. Puttaparthi Jagannatham and Co., Practising Company Secretaries (Firm Registration No. P2008), be and are hereby appointed as the Secretarial Auditors of the Company to hold office for a continuous term of five (5) consecutive financial years commencing from FY 2025-26 until the conclusion of FY 2029-30, to conduct the secretarial audit of the Company, on such remuneration and terms and conditions as may be determined by the Board of Directors in consultation with the said firm.”

**“RESOLVED FURTHER THAT** pursuant to Regulation 24A(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the SEBI (LODR) (Second Amendment) Regulations, 2023, the above appointment shall be for a continuous five-year term as mandated under the said provisions.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

**By Order of the Board of Directors**

Sd/-  
**Pratyusha Podugu**  
Company Secretary & Compliance Officer  
M. No: ACS-71069

**Date: August 13, 2025**

**Place: Hyderabad**

**Registered Office:**

Unit #01, The Headquarters, 10<sup>th</sup> Floor,  
Wing B, Orbit by Auro Realty, Knowledge City, Raidurg, Ranga Reddy  
Hyderabad – 500019  
Telangana, India  
CIN: L30007TG1990PLC011510  
Ph: +91-040 45474621  
E-mail: [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in)

**Notes for Members:**

The Ministry of Corporate Affairs (“MCA”) has, vide its General Circular dated September 19, 2024 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as “MCA Circulars”), and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 (“Act”) read with Rules made thereunder. The deemed venue for the 35<sup>th</sup> AGM shall be the Registered Office of the Company at Unit #01, The Headquarters, 10<sup>th</sup> floor, Wing B, Orbit by Auro Realty, Knowledge City, Raidurg, Ranga Reddy, Hyderabad - 500 019, Telangana, India.

1. In compliance with the above MCA Circulars and SEBI Circular, the Notice of the 35<sup>th</sup> AGM along with the 35<sup>th</sup> Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and 35<sup>th</sup> Annual Report 2024-25 will also be available on website of the Company ([www.in10stech.com](http://www.in10stech.com)), websites of the stock exchanges, BSE Limited ([www.bseindia.com](http://www.bseindia.com)), National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
2. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the company. Since, this AGM is being held through VC / OAVM in pursuant to the MCA circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members shall not be available for the AGM and hence, the proxy form and attendance slip are not annexed hereto.
3. The Members can join the 35<sup>th</sup> AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings

on the National Securities Depository Limited's ('NSDL') e-Voting website at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The facility of participation at the 35<sup>th</sup> AGM through VC/OAVM will be made available to at least one thousand Members on a first come first served basis as per the MCA Circulars.

4. Institutional/corporate shareholders (i.e. other than individuals, HUF, NRI, etc.), are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorisation etc., authorising their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorisation shall be sent by e-mail on Scrutinizer's e-mail address at [corporateadvocatejagan@gmail.com](mailto:corporateadvocatejagan@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
5. The Members attending the 35<sup>th</sup> AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
6. In accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company, Mr. Tikam Sujan (DIN: 02137651) Director of the Company, retires by rotation at the 35<sup>th</sup> Annual General Meeting and being eligible, offers himself for re-appointment. The Board of Directors of the Company recommend his re-appointment.
7. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') relating to the Special Resolution i.e., Item Nos. 4 & 5, to be transacted at the Annual General Meeting ('AGM') is annexed hereto.
8. Pursuant to Regulations 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Section 152 of the Companies Act, 2013 and Secretarial Standards on General Meetings (SS- 2), details in respect of Director seeking appointment/ reappointment of Directorship at 35<sup>th</sup> AGM of the Company to be held on Tuesday, September 30, 2025 is provided in Annexure-1 of this Notice.
9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 35<sup>th</sup> AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the 35<sup>th</sup> AGM will be provided by NSDL.
10. In accordance with the MCA Circulars and SEBI Circular the notice of the AGM along with the 35<sup>th</sup> Annual Report for the FY 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and 35<sup>th</sup> Annual Report for the FY 2024-25 will also be available on the Company's website i.e. [www.in10stech.com](http://www.in10stech.com), websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
11. For receiving all communication (including 35<sup>th</sup> Annual Report for FY 2024-25) from the Company electronically:
  - a. Members holding shares in physical mode and who have not registered/ updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number(s) and attaching a self-attested copy of PAN card at [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in) or to M/s KFin Technologies Limited (KfinTech) at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
  - b. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participant (DP).

## 12. Book Closure and Dividend

- (a) The Register of Members and Share Transfer Books of the Company will be closed from **Wednesday, September**

**24, 2025 to Tuesday, September 30, 2025** (both days inclusive) for the purpose of payment of dividend and AGM for the FY 2024-25.

- (b) The dividend on equity shares, if approved at the Meeting, shall be paid/credited in the respective bank account of the members of the company on or before 30 days of conclusion of the AGM, subject to deduction of income-tax at source ('TDS'). The dispatch of dividend warrants/demand drafts will be completed on same day.

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and the amendments thereof. In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential status, PAN, Category with their depository participants ('DPS') or in case shares are held in physical form, with the Company/Registrars and Transfer Agents by sending documents through e-mail on or before September 10, 2025.

- 13. Members may avail facility of nomination in terms of Section 72 of the Companies Act, 2013, by nominating any person to whom their shares in the Company shall vest in the event of their death.

#### **INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:**

#### **14. PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:**

- 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), Regulation 44 of the SEBI Listing Regulations and in terms of SEBI circular no. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility provided by listed entities, 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 NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-Voting system as well as e-Voting during the AGM will be provided by NSDL.
- ii. Members of the Company holding shares either in physical form or in electronic form as on the cut-off date of **Tuesday, September 23, 2025** may cast their vote by remote e-Voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as e-Voting during the AGM.

Any member(s) holding shares in physical form or non-individual member who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. **Tuesday, September 23, 2025**, may obtain the User ID and Password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if a person is already registered with NSDL for remote e-Voting then the Members can use their existing User ID and password for casting the vote.

In case of Individual Shareholder holding securities in dematerialized mode and who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares in demat mode as on the cut-off date may follow the steps mentioned under '**Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode.**'

- iii. The remote e-Voting period commences on **Friday, September 26, 2025 at 9.00 a.m. (IST)** and ends on **Monday, September 29, 2025 at 5.00 p.m. (IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity Share Capital of the Company as on the cut-off date i.e. **Tuesday, September 23, 2025**.
- iv. Members will be provided with the facility for voting through electronic voting system during the VC/OAVM



proceedings at the AGM and Members participating at the AGM, who have not cast their vote on the resolution(s) by remote e-Voting, will be eligible to exercise their right to vote on such resolution(s) upon announcement by the Chairperson. Members who have cast their vote on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM. The e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.

#### 15. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM AND REMOTE E-VOTING (BEFORE AND DURING THE AGM) ARE AS UNDER:

- i. Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by NSDL at <https://www.evoting.nsdl.com> by following the steps mentioned under 'Access NSDL e-Voting system'. After successful login, Member(s) can click on link of 'VC/OAVM' placed under 'Join General Meeting' menu against Company name. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID/Password may retrieve the same by following the process as mentioned in paragraph titled "The instructions for remote e-Voting before/during the AGM" in the Notice to avoid last minute rush.
- ii. Members who would like to express their views or ask questions during the 35<sup>th</sup> AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in) between **Friday, September 26, 2025 at 9.00 a.m. (IST) and ends on Monday, September 29, 2025 at 5.00 p.m. (IST)**. The Company reserves the right to restrict the number of questions and speakers depending on the availability of time for the AGM. Further, the sequence in which the shareholders will be called upon to speak will be solely determined by the Company.

Members who do not wish to speak during the AGM but would like to express their views/have questions may send their questions in advance at least 2 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in). These queries will be replied to by the company suitably by email.

- iii. Members who need assistance before or during the AGM, can contact NSDL on [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)/ 022 - 4886 7000.

#### 16. THE INSTRUCTIONS FOR REMOTE E-VOTING BEFORE/DURING THE AGM

The remote e-voting period begins on Friday, September 26, 2025 at 9.00 a.m. (IST) and ends on Monday, September 29, 2025 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 23, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 23, 2025.

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

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

##### Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol>

**NSDL Mobile App is available on**





Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

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

4. Your User ID details are given below:

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

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

- a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
- c) How to retrieve your ‘initial password’?
  - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?”** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

##### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [corporateadvocatejagan@gmail.com](mailto:corporateadvocatejagan@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on “Upload Board Resolution / Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to

key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to P. Swapneel at [evoting@nsdl.com](mailto:evoting@nsdl.com)

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

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in). The same will be replied by the company suitably.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN

card), AADHAR (self-attested scanned copy of Aadhar Card) to [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### **18. Notice for shareholders/investors for unpaid dividends**

Pursuant to the provisions of Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules as amended from time to time, the Company has uploaded the details of unclaimed/ unpaid amounts lying with the Company as on September 30, 2024 on the website of the Company and also on the website of the Ministry of Corporate Affairs, the information in respect of such unclaimed/ unpaid dividend.

Pursuant to the provisions of Sections 124 and 125 of the Companies Act, 2013, the amount of dividend along with the remaining unclaimed for a period of seven years is to be transferred to Investor Education and Protection Fund. Information in respect of such unclaimed dividend when due for transfer to the said Fund.

Members who have not encashed the dividend warrants so far in respect of the aforesaid periods are requested to send their claims, if any, to the company well in advance before due dates.

#### **19. PROCEDURE FOR INSPECTION OF DOCUMENTS:**

The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in the Notice or explanatory statement will be available electronically for inspection by the Members during the AGM. Members seeking to inspect such documents can send an e-mail to [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in).

#### **20. DIVIDEND RELATED INFORMATION**

- i) The Board of Directors recommended a final dividend on equity shares at the rate of 50% i.e. ₹1.00/- per Equity Share of face value of ₹ 2/- each for the Financial Year ended on March 31, 2025, subject to approval of the Members at the AGM, the dividend will be paid on or after October 01, 2025 to the Members whose names appear on the Company's Register of Members as on the Record Date and in respect of the shares held in dematerialised mode, to the Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date. The dispatch of dividend warrants/demand drafts will be completed on same day as the payment of dividend.
- ii) The Company has notified closure of Register of Members and Share Transfer Books from **Wednesday, September 24, 2025 to Tuesday, September 30, 2025** (both days inclusive) for determining the names of member(s) eligible for dividend on Equity Shares, if declared at the Meeting.
- iii) As per relevant Circulars, payment of dividend shall be made through electronic mode to the members who have updated their bank account details. Dividend Warrants/ Demand Drafts will be dispatched to the registered address of the members who have not updated their bank account details. To avoid delay in receiving dividend, members are requested to update their bank account details with their Depository Participants in case securities

are held in demat mode and members holding securities in physical form should send a request for updating their bank details to the Company's Registrar & Share Transfer Agents.

- iv) Payment of Dividend shall be subject to deduction of tax at source (TDS) at applicable rates as notified by the Government of India.
- v) Members are requested to notify immediately any change of address and other relevant correspondence including NECS/ECS/NEFT/RTGS details and submission of Permanent Account Number (PAN)
  - a. to their Depository Participants (DPs) in respect of their electronic share accounts; and
  - b. to the Company at its registered office or the Registrar & Transfer Agent, M/s KFin Technologies Limited (Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad-500032) in respect of their physical shares, if any, quoting their folio number, Banker's name and account number to ensure prompt and safe receipt of dividend warrants
- vi) Manner of registering mandate for receiving Dividend:
  - a) with their Depository Participant(s) with whom they maintain their demat accounts if shares are held in dematerialised mode by submitting the requisite documents, and
  - b) with the Company / KFinTech by clicking on <https://ris.kfintech.com/form15> or by emailing at [info@in10stech.com](mailto:info@in10stech.com) or [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com), if shares are held in physical mode, by submitting scanned copy of the (i) signed request letter which shall contain member's name, folio number, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details), (ii) self-attested copy of the PAN card and (iii) cancelled cheque leaf. In case shares are held in dematerialised mode, details in a form prescribed by your Depository Participant may also be required to be furnished.
- vii) Pursuant to the amendments introduced by the Finance Act, 2020 the Company will be required to withhold taxes at the prescribed rates on the dividend paid to its members w.e.f. April 01, 2020. No tax will be deducted on payment of dividend to the resident individual members if the total dividend paid does not exceed ₹5,000/-, The withholding tax rate would vary depending on the residential status of the member and documents registered with the Company as follows:

#### A. RESIDENT MEMBERS:

##### A.1 Tax Deductible at Source for Resident Members

SI No	Particulars	Withholding tax rate	Documents required (if any)
1	Valid PAN updated in the Company's Register of Members	10%	No document required (if no exemption is sought)
2	No PAN/Valid PAN not updated in the Company's Register of Members	20%	No document required (if no exemption is sought)
3	Availability of lower/nil tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in the certificate	Lower tax deduction certificate obtained from Income Tax Authority

##### A.2 No Tax Deductible at Source on dividend payment to resident members if the Members submit and register following documents as mentioned below table with the Company/Kfintech



SI No	Particulars	Withholding tax rate	Documents required (if any)
1	Submission of form 15G/15H	Nil	Declaration in Form No.15G (applicable to any person other than a company or a firm) / Form 15H (applicable to an Individual who is 60 years and above), fulfilling certain conditions.
2	Members to whom section 194 of the Income Tax,1961 does not apply such as LIC, GIC, etc.	Nil	Documentary evidence that the said provisions are not applicable
3	Member covered u/s 196 of Income Tax Act, 1961such as Government, RBI, corporations established by Central Act & mutual funds	Nil	Documentary evidence for coverage u/s 196 of Income Tax Act, 1961
4	Category I and II Alternative investment Fund	Nil	SEBI registration certificate to claim benefit under section 197A(1F) of Income Tax Act, 1961
5	<ul style="list-style-type: none"> <li>Recognised provident funds</li> <li>Approved superannuation fund</li> <li>Approved gratuity fund</li> </ul>	Nil	Necessary documentary evidence as per Circular No. 18/2017 issued by Central Board of Direct Taxes (CBDT)
6	National Pension Scheme	Nil	No TDS as per section 197A (1E) of Income Tax Act, 1961

#### B. NON-RESIDENT MEMBERS:

Withholding tax on dividend payment to non-resident members if the non-resident members submit and register following document as mentioned in the below table with the Company / RTA.

SI No	Particulars	Withholding Tax rate	Documents required (if any)
1	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)	20% (plus applicable surcharge and cess)	FPI registration number / certificate
2	Other Non-resident members	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial	<p>To avail beneficial rate of tax treaty following tax documents would be required:</p> <ul style="list-style-type: none"> <li>i. Tax Residency certificate issued by revenue authority of country of residence of member for the year in which dividend is received</li> <li>ii. PAN</li> <li>iii. Form 10F filled &amp; duly signed</li> <li>iv. Self-declaration for non-existence of permanent establishment/ fixed base in India</li> </ul> <p>(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness of the documents submitted by the non-resident member and review to the satisfaction of the Company)</p>

Sl No	Particulars	Withholding Tax rate	Documents required (if any)
3	Indian Branch of a Foreign Bank	NIL	Lower tax deduction certificate u/s 195(3) obtained from Income Tax Authority Self-declaration confirming that the income is received on its own account and not on behalf of the Foreign Bank
4	Availability of Lower/NIL tax deduction certificate issued by Income Tax Department u/s 197 of Income Tax Act, 1961	Rate specified in certificate	Lower tax deduction certificate obtained from Income Tax Authority

**Notes:**

- The Company will issue soft copy of the TDS certificate to its members through email registered with the Company / Kfintech post payment of the dividend. Members will be able to download the TDS certificate from the Income Tax Department's website <https://incometaxindiaefiling.gov.in> (refer to Form 26AS).
- The aforesaid documents such as Form 15G/ 15H, documents under section 196, 197A, FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. can be uploaded on the link <https://ris.kfintech.com/form15/> on or before September 10, 2025 to enable the Company to determine the appropriate TDS / withholding tax rate applicable. Any communication on the tax determination/ deduction received post September 10, 2025 shall not be considered.
- Application of TDS rate is subject to necessary verification by the Company of the member details as available in Register of Members as on the Record Date and other documents available with the Company / RTA.
- In case TDS is deducted at a higher rate, an option is still available with the member to file the return of income and claim an appropriate refund.
- In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also provide the Company with all information/ documents and co-operation in any appellate proceedings.
- This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Members should consult their tax advisors for requisite action to be taken by them.

**21. OTHER INFORMATION:**

- In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), securities of listed companies can only be transferred in dematerialized form with effect from April 1, 2019, except in case of transmission or transposition of securities. In view of the above, Members are advised to dematerialize shares held by them in physical form.
- Members are requested to follow the process detailed below and intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

Type of holder	Process to be followed
Physical	<p>For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, KFin Technologies Limited either by email to <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> or by post to Selenium Tower B, Plot 31 &amp; 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500032.</p> <hr/> <p>Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode <b>Form ISR-1</b></p> <hr/> <p>Update of signature of securities holder <b>Form ISR-2</b></p> <hr/> <p>For nomination as provided in the Rules 19 (1) of Companies (Share capital and debenture) Rules, 2014 <b>Form SH-13</b></p> <hr/> <p>Declaration to opt out <b>Form ISR-3</b></p> <hr/> <p>Cancellation of nomination by the holder(s) (along with ISR-3) / Change of Nominee <b>Form SH-14</b></p> <hr/> <p>Form for requesting issue of Duplicate Certificate and other service requests for shares / debentures / bonds, etc., held in physical form <b>Form ISR-4</b></p> <hr/> <p>The forms for updating the above details are available at <a href="https://in10stech.com/">https://in10stech.com/</a></p>
Demat	Please contact your DP and register your email address and bank account details in your demat account, as per the process advised by your DP.

3. Members may also note that the 35<sup>th</sup> Annual Report for the financial year 2024-25 will also be available on the Company's website [www.in10stech.com](http://www.in10stech.com). For any communication, the members may also send requests to the Company's investor email id: [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in).

**By Order of the Board of Directors**

Sd/-  
**Pratyusha Podugu**  
 Company Secretary & Compliance Officer  
 M. No: ACS-71069

**Date: August 13, 2025**  
**Place: Hyderabad**

**Registered Office:**

Unit #01, The Headquarters, 10<sup>th</sup> Floor,  
 Wing B, Orbit by Auro Realty, Knowledge City, Raidurg, Ranga Reddy  
 Hyderabad – 500019  
 Telangana, India  
 CIN: L30007TG1990PLC011510  
 Ph: +91-040 45474621  
 E-mail: [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in)

## **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

As required under Section 102 of the Companies Act, 2013 (hereinafter referred to as ("the Act")) the following Statement sets out all material facts relating to the Special Business mentioned in the Notice.

### **Item No. 4.**

The Board of Directors of the Company (hereinafter referred to as the "Board") in order to enhance the employee engagement, reward the employees for their association and performance as well as to motivate them to contribute to the growth and profitability of the Company and to create a sense of ownership and participation amongst them, implemented the Intense Employee Stock Option Plan 2005 (earlier known as Fortune Employee Stock Option Plan 2005) ("Intense ESOP 2005") for the present and/or future permanent employees of the Company and its subsidiary(ies) (hereinafter referred to as 'employees' or 'said employees') in accordance with the applicable laws.

The main features of the Intense Employees Stock Option Plan 2005 and other details of the Plan as per Regulation 6(2) of SEBI (SBE & SE) Regulations, 2021, are as under: -

a) Brief description of the Plan:

The Plan shall be called the Intense ESOP 2005. It applies only to eligible permanent employees (including Whole-time Directors) of the Company and its Indian/foreign subsidiaries. The Plan shall be implemented through the direct route, whereby the Company will issue fresh equity shares upon valid exercise of options.

The Plan will be implemented via Direct Route wherein the Company will directly allot fresh Equity Shares of the Company, to the Employees who successfully exercised their vested options.

b) Total number of Options to be granted under the Plan:

The maximum number of granted options under Scheme shall not exceed 30,00,000 options convertibles into equal number of Equity Shares at a price decided and fixed by the Board (which shall for all purpose include the Nomination and Remuneration Committee).

c) Identification of classes of employees entitled to participate and be beneficiaries in Intense Employees Stock Option Plan - 2005:

Following classes of employees and directors (collectively referred to as "Employees") subject to their eligibility as may be determined under the Scheme are eligible:

- (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;

But does not include:

- (i) an Employee who is a Promoter or a person belonging to the Promoter group;
- (ii) a Director who either by himself /herself or through his/her relatives or through any body corporate, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company.

d) Requirement of Vesting and period of Vesting:

Any Option granted under the Scheme shall vest not earlier than minimum vesting period of 1 (one) year and not later than the maximum vesting period of 4 (four) years from the date of grant as may be determined by the Committee. For meeting any exigencies, the Committee shall have the power to vary the vesting period subject to these minimum and maximum vesting period.

The vesting dates in respect of the Options granted under the Scheme shall be determined by the Committee and may vary from Employee to Employee or any class thereof and / or in respect of the number or percentage of Options to be vested.

f) Exercise Price/ Pricing formula:

The Exercise Price of the option shall be decided and fixed by the Board (which shall for all purpose include the Nomination and Remuneration Committee). However, the exercise price will not be less than the face value of the share of the Company.

g) Exercise period and process of Exercise:

Under Intense Employees Stock Option Plan 2005, an employee shall be eligible to convert the vested options into shares at any time not later than five years from the date of grant of options under the plan. Employee shall exercise the options so vested by sending a written notice to the Nomination and Remuneration Committee along with the exercise price.

h) Appraisal process for determining the eligibility of the employees to Intense Employees Stock Option Plan – 2005:

In determining the eligibility of an Employee to receive an Option, as well as in determining the number of Shares to be optioned to any Employee, the Committee may consider the position and responsibilities of the Employee, the nature and value to the Company of the Employee's services and accomplishments, the Employee's present and potential contribution to the success of the Company and such other factors as the Committee may deem relevant.

i) The Maximum number of Options to be granted per employee and in aggregate:

The Maximum number of options to be granted per employee in each grant and in aggregate will not exceed 1% of the issued capital of the Company, during any one year.

j) The Maximum quantum of benefits to be provided per employee under the plan:

The maximum quantum of benefit that will be provided to every eligible employee under the plan will be the difference between the Exercise Price paid by the employee to the company and the value of company's share on the stock exchange on the date of exercise of options.

k) Implementation and administration of the plan:

Subject to Applicable Laws, the broad policy and the framework laid down by the Board of Directors, the plan shall be administered by the Nomination and Remuneration Committee or any such other committee as the Board may authorize for this purpose.

l) Whether the plan involves new issue of shares by the company or secondary acquisition by the Trust or both:

The Company/ Board, upon completion of a valid Exercise of Options, shall make an allotment of shares to the Optionee or by any other mechanism permissible under the applicable laws.

m) The amount of loan to be provided for implementation of the plan by the company to the trust, its tenure, utilization, repayment terms, etc:

Not Applicable as the plan is being implemented through direct route and thus no trust has been established for the purpose of formulation and implementation of plan.

n) The Maximum percentage of secondary acquisition (subject to limits specified under the Regulations) that can be made by the trust for the purposes of the plan:

Not Applicable as the Company/ Board, upon completion of a valid Exercise of Options, shall make a fresh allotment of shares to the Optionee or by any other mechanism permissible under the applicable laws.

o) Disclosure and accounting policies:

The Company will confirm to the disclosures and the accounting policies prescribed under Regulations of the SEBI (SBEB & SE) Regulations, 2021 or as may be prescribed by regulatory authorities from time to time.

p) The method which the Company shall use to value its Options:

The company shall comply with the requirements of 'guidance note on accounting for employee share-based Payments' (Guidance note) or accounting Standards as may be prescribed by the Institute of Chartered Accountants of India (ICAI) from time to time, including the disclosure requirements prescribed therein.

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 recognized, 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.

In terms of the Companies Act, 2013 and the SEBI (SBEB & SE) Regulations, 2021 the approval of the Shareholders is sought by way of Special Resolution for the amendment, ratification, approval and adoption of the Intense Employees Stock Option Plan- 2005 for the financial year 2024-25, therefore, your directors recommend the Resolutions as set out at item no.4 for your approval by way of Special Resolution.

None of the Directors, Manager, Key Managerial Personnel of the Company, and any relatives of such Director, Manager, Key Managerial Personnel are in anyway concerned or interested in the resolution except to the extent of Equity Shares held by them in the Company.

#### **Item No. 5.**

Pursuant to the recent amendment to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as introduced by the SEBI (LODR) (Second Amendment) Regulations, 2023, every listed entity is required to appoint a Secretarial Auditor for a continuous term of up to two terms of five consecutive financial years each, subject to approval by the Members at a general meeting.

In compliance with the above, and based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on 29th May 2025, approved the appointment of M/s. Puttaparthi Jagannatham and Co., Practising Company Secretaries (Firm Registration No. P2008), as the Secretarial Auditors of the Company for a term of five (5) consecutive financial years, commencing from FY 2025-26 to FY 2029-30, subject to the approval of the Member.

The appointment has been proposed after considering the firm's eligibility, experience, professional standing, independence, and the satisfactory performance during its previous engagements with the Company. M/s. Puttaparthi Jagannatham and Co., established in 1995 and based in Hyderabad, has over three decades of professional experience in corporate legal advisory, secretarial compliance, and governance. The firm is registered with the Institute of Company Secretaries of India (ICSI) and holds a valid peer review certificate issued by ICSI. It has also confirmed that it satisfies all eligibility criteria and is free from any disqualification under the SEBI circular dated 31<sup>st</sup> December 2024.

The Company has received a consent letter from the firm expressing its willingness to undertake the Secretarial Audit and issue reports in accordance with Section 204 of the Companies Act, 2013, and the applicable rules framed thereunder.

The Board of Directors has approved a remuneration of ₹4,50,000 (Rupees Four Lakhs Fifty Thousand only) plus applicable taxes and out-of-pocket expenses for FY 2025-26. For subsequent years within the tenure, the remuneration shall be as determined by the Board on the recommendation of the Audit Committee in consultation with the firm. In addition, the Company may also engage the firm for other services which are statutorily required to be rendered by the Secretarial Auditor under applicable laws from time to time. Such services will be compensated separately on mutually agreed terms.





The Board of Directors may alter and vary the terms and conditions of the appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditor and deemed appropriate in the best interest of the Company.

None of the Directors, Key Managerial Personnel (KMP), or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the Ordinary Resolution as set out in Item No. 5 of the accompanying Notice for the approval of the Member

**By Order of the Board of Directors**

Sd/-  
**Pratyusha Podugu**  
Company Secretary & Compliance Officer  
M. No: ACS-71069

**Date: August 13, 2025**  
**Place: Hyderabad**

**Registered Office:**

Unit #01, The Headquarters, 10<sup>th</sup> Floor,  
Wing B, Orbit by Auro Realty, Knowledge City, Raidurg, Ranga Reddy  
Hyderabad – 500019  
Telangana, India  
CIN: L30007TG1990PLC011510  
Ph: +91-040 45474621  
E-mail: [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in)

## Annexure-1

### Information of Director seeking re-appointment under Section 152 of the Companies Act, 2013, Regulation 36(3) of the SEBI (Listing Obligations and Requirements) Regulations, 2015 and Secretarial Standard-2

#### Item No. 3:

1.	<b>Name of the Director</b>	<b>Mr. Tikam Sujan</b>		
	Director Identification Number	02137651		
	Date of Birth	February 23, 1959		
	Date of First Appointment	August 14, 2003		
	Qualifications	B. Com in Commerce		
	Experience	Mr. Tikam Sujan, has over 36 years of experience in various functional areas. He is a successful NRI businessman based at Miami, Florida, USA, operating in American geography		
		His areas of experience include general management, foreign trade business strategy, research & innovation amongst others		
	Remuneration	Nil		
	List of Directorships held in another Companies/ LLP as on 31/03/2025	<b>Sl. No.</b>	<b>Names of the Companies/bodies corporate/firms/ association of individuals</b>	<b>Nature of interest or concern / Change in interest or concern</b>
				<b>Date on which interest or concern arose/ changed</b>
		1	Satvadhara Eco Solutions Private Limited	Director
		2	Pavisara Greentech Private Limited	Director
		3	Satvaayush Technologies Private Limited	Director
	Chairman/Member of the Committees of the Boards of other companies in which he is Director as on 31/03/2025	Nil		
	Shareholding in the Company	22,37,642 equity shares		
	Relationship with Other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any Director / Key Managerial Personnel		

#### Registered Office:

Unit #01, The Headquarters, 10<sup>th</sup> Floor,  
Wing B, Orbit by Auro Realty, Knowledge City,  
Raidurg, Ranga Reddy  
Hyderabad - 500019  
Telangana, India  
CIN: L30007TG1990PLC011510  
Ph: +91-040 45474621  
E-mail: [pratyusha.p@intense.in](mailto:pratyusha.p@intense.in)

#### By Order of the Board of Directors

Sd/-  
**Pratyusha Podugu**  
Company Secretary & Compliance Officer  
M. No: ACS-71069

**Date: August 13, 2025**  
**Place: Hyderabad**