

ORIENT TECHNOLOGIES LIMITED**(Formerly known as Orient Technologies Private Limited)**Registered Office: 502, 5th Floor, Akruti Star, Central Road, MIDC, Opp. Akruti Centre Point,
Andheri (East) Mumbai-400093.E-mail: complianceofficer@orientindia.net ; Website: www.orientindia.in ;

Tel: 022- 42928777

CIN: L64200MH1997PLC109219

POSTAL BALLOT NOTICE

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, from time to time]

Dear Member(s),

Notice is hereby given to the members of Orient Technologies Limited ("**Orient or the Company**") pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013, ("**the Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), applicable provisions of the Secretarial Standard – 2 ("**SS-2**") on General Meetings, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), read with General Circular No. 9/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, in continuation to the Circulars issued earlier in this regard ("**MCA Circulars**") and such other applicable laws, rules and regulations {including any statutory modifications and re-enactment(s) thereof for the time being in force}, to transact the below mentioned Special Business by the members of Orient Technologies Limited ("**the Company**") by passing the Ordinary Resolution appended below, through Postal Ballot by electronic voting ("**e-Voting**"). An Explanatory Statement as required under Section 102(1) of the Act, setting out the material facts along with the reasons/ rationale thereof forms part of this Postal Ballot Notice ("**Notice**").

The Company has engaged the services of National Securities Depository Limited ("**NSDL**") for the purpose of providing e-voting facility to its members.

The said Notice is also available on the website of the Company at <https://www.orientindia.in/>. in the relevant section, on the website of BSE Limited ('BSE') at www.bseindia.com and National Stock Exchange of India Limited ('NSE') at www.nseindia.com, on which the Equity Shares of the Company are listed and on the website of NSDL at evoting@nsdl.com.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to remote e-voting ("**e-voting**") i.e., by casting votes electronically instead of submitting postal ballot forms. Members are requested to read the instructions in the Notes to this Postal Ballot Notice so as to cast their votes electronically from **09:00 AM (IST) on Wednesday, November 19, 2025** and not later than **05:00 PM (IST) on, Thursday, December 18, 2025** (the last day to cast vote electronically) to be eligible for being considered.



The Board of Directors of the Company, at its meeting held on November 11, 2025, have appointed_ CS Alwyn D'souza, Partner of M/s Alwyn D'Souza & Co., Practicing Company Secretary (Membership No. FCS 5559 & Certificate of Practice No. 5137) or failing him Mr. Jay D'Souza (Membership No. FCS 3058 and Certificate of Practice No. 6915), as the 'Scrutinizer', to scrutinize the e-voting process in a fair and transparent manner.

Members holding Equity Shares of the Company on the Cut-off Date mentioned in this Postal Ballot Notice and desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions mentioned under the head 'Information and Instructions for e-voting' in this Postal Ballot Notice and record their assent ("FOR") or dissent ("AGAINST") on the proposed resolution through the e-voting process not later than **05:00 PM (IST) on Thursday, December 18, , 2025**. In accordance with the MCA Circulars, the Company has made necessary arrangements to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice.

After completion of scrutiny of the votes cast, the Scrutinizer shall, within 2 (two) working days from the conclusion of the voting period of postal ballot, make 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. The Chairman or a person authorized by him shall declare the results of the voting forthwith.

The said results, along with the Scrutinizer's Report, will be placed on the website of the Company <https://www.orientindia.in/investor-relations>. and NSDL at evoting@nsdl.com. and will also be displayed at the Registered Office of the Company. The same will also be simultaneously forwarded to the Stock Exchanges where the Equity Shares of the Company are listed, for placing the same on their websites. The resolution, if approved, will be taken as having been duly passed on the last date specified for e-voting i.e., Thursday, **December 18, 2025**. The proposed resolution and Explanatory Statement setting out all material facts relating thereto, as required in terms of Section 102(1) of the Act read with the Rules and the MCA Circulars, are appended below:

SPECIAL BUSINESS:

1. TO CONSIDER AND APPROVE THE ISSUE OF BONUS SHARES IN THE RATIO OF 1 (ONE) EQUITY SHARE FOR EVERY 10 (TEN) EQUITY SHARES HELD BY THE MEMBERS OF THE COMPANY.:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 63 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Share Capital and Debentures) Rules 2014, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations'), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Foreign Exchange Management Act, 1999 ('FEMA'), provisions of the Articles of Association of the Company or any other provisions as may be applicable, and subject to such approvals, permissions and sanctions as may be necessary from appropriate authorities and pursuant to the approval of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board", the term which shall include any Committee authorized by the Board to exercise its powers including powers



conferred on the Board by this resolution) for capitalization of a sum ₹ 4,16,42,000 /- (Rupees Four Crores Sixteen Lakhs Forty-Two Thousand Only) from and out of the Securities Premium Account as per the Audited Financial Statements of the Company for the period ended on March 31, 2025, for the purpose of issue and allotment of bonus equity shares of ₹ 10/- each (Rupees Ten only), to the eligible members of the Company holding fully paid up equity shares of the Company and whose names appear in the Register of Members/ Beneficial Owners as on the 'Record Date' as maybe determined by the Board for this purpose, in the proportion of 1 (one) new equity share for every 10 (ten) existing fully paid-up equity shares held by the members and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up equity share capital of the Company held by each such member and not as the income of the members.

RESOLVED FURTHER THAT the bonus shares so allotted shall rank pari – passu in all respects with the fully paid-up Equity Shares of the Company as existing on the Record Date.

RESOLVED FURTHER THAT the bonus shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect to the bonus shares and in accordance with the SEBI ICDR Regulations, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only and shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s).

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent that they relate to Non-Resident Indians ("NRIs"), Foreign Portfolio Investors / Foreign Institutional Investors ("FIIs") and other Foreign Investors, shall be subject to the approval of RBI or any other regulatory authority, if any.

RESOLVED FURTHER THAT for the purposes of giving effect to the bonus issue of equity shares as resolved hereinbefore, the Board, Chairman and Managing Director, Chief Executive Officer (CEO), Chief Financial Officer (CFO), Company Secretary and Compliance Officer of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things, as it may at its discretion deem necessary or desirable for such purpose, to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard including without limitation, filing a registration statement/E-forms, if any, and other documents with the SEBI or any other regulatory authority, listing the additional equity shares on BSE Limited and National Stock Exchange of India Limited, and entering into any arrangements in regard to such bonus issue, as it may in its absolute discretion deem necessary, desirable or expedient for giving effect to this Resolution."

By Order of the Board of Directors

For Orient Technologies Limited

(Formerly known as Orient Technologies Private limited)

Sd/-

Nayana Nair

Company Secretary and Compliance Officer

Membership No.: A65753

Place- Mumbai,

Date- Tuesday, November 11, 2025



NOTES:

1. An Explanatory statement pursuant to Section 102(1) and 110 of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, SS-2 on General Meetings, as amended from time to time, setting out all material facts relating to the proposed resolution is annexed hereto and forms part of this Notice.

2. In accordance with the provisions of the MCA Circulars and other applicable laws, rules and regulations, the Company is sending this Notice in electronic form only, to those Members whose e-mail addresses are registered with the Company's Registrar and Share Transfer Agents viz., MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) ("RTA")/ Depositories and whose names appear in the Register of Members/ Beneficial Owners as on Friday, November 14, 2025 ("Cut-off date"). Further, as per the MCA Circulars, physical copy of this Notice along with Postal Ballot forms and pre-paid business reply envelope are not being sent to the Members. Accordingly, the Members are required to communicate their assent or dissent through e-Voting system only.

3. In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act, read with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing e-Voting facility to its Members. 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. A person who is not a Member of the Company as on the Cut-off Date or who becomes a member after the Cut-off Date should treat this Notice for information purposes only. The detailed procedure with respect to e-Voting is mentioned in Note no. 13 of this Notice.

4. The copy of the Notice will also be available on the Company's website at <https://www.orientindia.in/> and on the website of NSE at www.nseindia.com and BSE at www.bseindia.com where the shares of the Company are listed and on the website of NSDL, the agency providing e-Voting facility at evoting@nsdl.com.

5. The Board of Directors have appointed CS Alwyn D'souza, Partner of M/s Alwyn D'Souza & Co., Practising Company Secretary (Membership No. FCS 5559 & Certificate of Practice No. 5137) or failing him Mr. Jay D'Souza (Membership No. FCS 3058 and Certificate of Practice No. 6915), as the Scrutinizer for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer shall, immediately, unblock the votes and within a period not later than 2 (two) working days from the conclusion of the remote e-voting, submit it forthwith to the Chairman of the Company.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.orientindia.in and on the website of NSDL at evoting@nsdl.com immediately. The Company shall simultaneously forward the results to the Exchanges, where the shares of the Company are listed.

6. A Member cannot exercise his/her/its vote by proxy on Postal Ballot. The e-Voting shall commence on Wednesday, **November 19, 2025 (09:00 a.m. IST)** and end on Thursday, December 18, , **2025 (05:00 p.m. IST)**. During this period, Members holding shares either in



physical form or in dematerialized form, as on Cut-off date, may cast their vote electronically. The e-Voting facility will be disabled by NSDL immediately thereafter and the Members will not be allowed to cast their vote beyond the said date and time. Once the vote on resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

7. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of e-Voting. Members seeking to inspect such documents can send an email to complianceofficer@orientindia.net.

8. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of e-Voting i.e. Thursday, December 18, 2025.

9. Institutional/Corporate Members are encouraged to participate for the e-Voting. Corporate Members intending to authorize their representatives to vote are requested to send a certified copy of the Board resolution/ authorization letter to the Scrutinizer by email at complianceofficer@orientindia.net and the same should also be uploaded on the e-Voting portal of NSDL.

10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email 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 and other KYC details, to their Depository Participants in case the shares are held by them in dematerialized form. Further, for shares held in physical form, the abovementioned KYC details shall be updated with the Company's RTA as required under SEBI circulars dated March 16, 2023, and November 17, 2023.

11. For any investor-related queries, communication may be sent by e-mail to the Company at complianceofficer@orientindia.net.

12. The Investor-related queries may also be addressed to the Registrar & Share Transfer Agent, MUFG In Time India Private Limited (formerly known as Link Intime India Private Limited) at the following address: C 101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai - 400 083 Maharashtra, India Tel. no: +91-22- 49186000 E-mail- rnt.helpdesk@linkintime.co.in

13. INSTRUCTIONS FOR E-VOTING:

(i) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and MCA Circulars, the Members are provided with the facility to cast their vote electronically through e-Voting services provided by NSDL on the resolution set forth in this notice.

(ii) The e-Voting shall commence on Wednesday, **November 19, 2025 (09:00 a.m. IST)** and end on Thursday, **December 18, 2025 (05:00 p.m. IST)**. During this period, Members holding shares either in physical form or in dematerialized form, as on the Cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on the resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.



The Instructions for e-voting are as follows:

Please read the instructions printed below before exercising your vote:

These details and instructions form an integral part of the Notice in respect of Postal Ballot.

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 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.	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for



	IDEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.



	3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

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



B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace



- the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 alwyn.co@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Suketh Shetty at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to complianceofficer@orientindia.net.
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 complianceofficer@orientindia.net. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 AND 110 OF THE COMPANIES ACT, 2013 ("THE ACT")

The Financial Year 2024-25 marks a remarkable milestone in the journey of Orient, as the Company achieved its long-cherished goal of getting listed on the Stock Exchanges. Celebrating its 28th year of existence, the issuance of bonus shares would be an apt way to reward the Members for their continued trust, support, and loyalty towards the Company. Acknowledging the unstinted support of the Members who have steadfastly stood by the Company through this inspiring voyage of growth and transformation and with a view to encourage the participation of investors by making equity shares of the Company affordable, increasing the liquidity of the equity shares and to expand the Member base, the Board of Directors ("Board"), at its meeting held on November 11, 2025, considered and approved a bonus issue of 1 (one) equity share of ₹ 10/- (Rupees Ten only) each for every 10 (Ten) existing fully paid-up equity shares held as on a record date as maybe determined by the Board for this purpose.

The Articles of Association of the Company permits that, the Company in General Meeting may, upon recommendation of the Board, resolve, to capitalise any part of the amount for the time being standing to the credit of any of the Company's reserve accounts or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards paying up in full, unissued shares of the Company to be allotted and distributed, credited as fully paid up to and amongst Members in proportion to their existing shareholding.

Pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to applicable statutory and regulatory approvals, if any, the issue of bonus shares of the Company requires the approval of the Members of the Company. Accordingly, approval of the Members of the Company is hereby sought by way of Ordinary resolution as set out in this Postal Ballot Notice.

Accordingly, the capital of the company post bonus issue is projected below:

Capital	Existing Capital	Ratio of 1:10 (One Bonus share for every Ten shares held)	
		Bonus issue	Post Bonus Capital
	(A)	(B)	(A+B)
Authorised (shares)	5,00,00,000	-	5,00,00,000
Authorised (₹)	50,00,00,000	-	50,00,00,000
Issued (shares)*	4,16,41,742	41,64,200	4,58,05,942
Issued (₹)	41,64,17,420	4,16,42,000	45,80,59,420
Subscribed and Paid-up (shares)*	4,16,41,742	41,64,200	4,58,05,942
Subscribed and Paid-up (₹)	41,64,17,420	4,16,42,000	45,80,59,420



None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out in Item No 1 in this Postal Ballot Notice, except to the extent of issue and allotment of bonus shares to them consequent to their shareholding, if any, in the Company as on the record date.

The Board recommends the Resolution as set out in Item No 1 in the notice for the approval of members.

**By Order of the Board of Directors
For Orient Technologies Limited
(Formerly known as Orient Technologies Private limited)**

Sd/-

Nayana Nair

Company Secretary and Compliance Officer

Membership No.: A65753

Place- Mumbai,

Date- Tuesday, November 11, 2025

