NOTICE

Shorter Notice is hereby given that the 16th Annual General Meeting (AGM) of the Members of the Company will be held at the Registered Office of the Company at 203/1,A.J.C Bose Road, Circus Avenue, Kolkata-700017 on Monday, 15th September, 2025 at 11:30 a.m., through Video Conferencing /Other Audio Visuals means (VC/OAVM) to transact the following business:

ORDINARY BUSINESS

To consider and if thought fit to pass, with or without modification, if any, the following resolution as an Ordinary Resolutions

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on March 31, 2025, Statement of Profit & Loss and Cash Flow Statement and Notes thereto for the financial year ended on March 31, 2025 together with the Report of the Board of Directors and Auditors' thereon.

2. To re-appoint Mr. Ramesh Kumar Gupta (DIN: 03158448) as Director, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. **Appointment of Mrs. Vinaya Sudhir Chougule (DIN: 11244481) as an Independent Director**

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

   RESOLVED THAT pursuant to the provisions of sections 149, 152 ,and 161 and any other applicable provisions of the Companies Act, 2013("ACT") and along with the Rules made there under read with Schedule IV to the Act, the companies (Appointment and Qualification of Directors) Rules, 2014 , and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the provisions of the Articles of Association of the Company, Mrs. Vinaya Sudhir Chougule (DIN; 11244481), who was appointed as an Additional Independent Director of the Company by the Board of Directors vide Board resolution dated August 20,2025 effective from August 20,2025, whose term of office expires at this Annual General Meeting ('AGM') and who has submitted a declaration that she meets the criteria for Independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from August 20,2025 and shall not be liable to retire by rotation. Mrs. Vinaya Sudhir Chougule shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment issued to Mrs. Vinaya Sudhir Chougule, and as may be determined by the Board from time to time

RESOLVED FURTHER THAT the Board does note the declaration in writing from Mrs. Vinaya Sudhir Chougule in Form No. DIR-8 confirming that she is not disqualified under Section 164 of the Companies Act from acting as a director of the Company.

RESOLVED FURTHER THAT any of the board of directors of the Company be and hereby severally authorized to do all the acts, deeds and things which are necessary for the appointment of Mrs. Vinaya Sudhir Chougule as an Independent director of the Company, including filing of the necessary forms with the Registrar of Companies, Kolkata."

4. **Regularization of Appointment of Mr. Manoj Agarwal (DIN: 01504872) as an Independent Director**

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

RESOLVED THAT pursuant to the provisions of sections 149, 152, and 161 and any other applicable provisions of the Companies Act, 2013("ACT") and along with the Rules made there under read with Schedule IV to the Act, the companies (Appointment and Qualification of Directors) Rules, 2014 , and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 , (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the provisions of the Articles of Association of the Company, Mr. Manoj Kumar Agarwal (DIN: 01504872),who was appointed as an Additional Independent Director of the Company by the Board of Directors vide Board resolution dated August 20,2025 effective from August 20,2025, whose term of office expires at this Annual General Meeting ('AGM') and who has submitted a declaration that he meets the criteria for Independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from August 20,2025 and shall not be liable to retire by rotation. Mr. Manoj Kumar Agarwal shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment issued to Mr. Manoj Kumar Agarwal, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board does note the declaration in writing from Mr. Manoj Kumar Agarwal in Form No. DIR-8 confirming that he is not disqualified under Section 164 of the Companies Act from acting as director of the Company.

RESOLVED FURTHER THAT any of the board of directors of the Company be and hereby severally authorized to do all the acts, deeds and things which are necessary for the appointment of Mr. Manoj Kumar Agarwal as an Independent director of the Company, including filing of the necessary forms with the Registrar of Companies, Mumbai."

Registered office:
203/1, A.J.C Bose Road
Circus Avenue, Kolkata-700017

By the order of the Board of directors
For Expression 360 services India Limited

Expression 360 Services India Ltd.

Mohit Gupta
Managing Director
Managing Director
DIN: 02269890

Date: 5th September, 2025
Place: Kolkata

NOTES FOR MEMBERS' ATTENTION:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning the business with respect to item 4 & 5 forms part of this Notice

2. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 10/2022 dated December 28, 2022 read with General Circular No. 02/2022 dated May 05, 2022, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 9/2023 dated September 25, 2023 and General Circular No. 9/2024 dated September 19, 2024 and other applicable circulars issued by the Securities and Exchange Board of India (SEBI) has allowed the Companies whose AGMs are due in the year 2025, to conduct their AGMs through Video Conferencing (VC) or Other Audio Visual Means (OAVM) on or before September 30, 2025. In accordance with the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), the 16th AGM of the Company shall be conducted through VC/OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

3. In compliance with the provisions of the Companies Act, 2013 ("Act"), MCA Circulars 16 th AGM of the Company is being held through VC/ OAVM. Hence, the Members can attend and participate in the ensuing AGM through VC/ OAVM only.

4. Pursuant to the Circular No. 14/2020 dated 08 April, 2020, issued by the Ministry of Corporate Affairs, as the AGM shall be conducted through VC/OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. The proceedings of this AGM shall be deemed to be conducted at the Registered Office of the Company situated at 203/1, A.J.C Bose Road, circus Avenue, Kolkata-700017, which shall be deemed venue of AGM.

5. Members are requested to notify changes (if any, in their address, email i.d., nominations etc.) in their address if any to the Company.

6. Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participants. In case of any queries/difficulties in registering the e-mail address, Members may write to sweta@expression360.co.in.

7. Notice of the AGM and the annual report for the F.Y. 2024-25 are being sent electronically to the Members whose email i.ds are registered with the Company unless any Member has requested for a physical copy of the same.

8. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").

9. Members who need assistance before or during the AGM, can contact at sweta@expression360.co.in

10. 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, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM.

    Members seeking to inspect such documents can send an email to sweta@expression360.co.in

11. The deemed venue for AGM shall be the Registered Office of the Company at 203/1, A.J.C Bose Road, Circus Avenue, Kolkata- 700017.

12. Members attending the AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.

13. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company

14. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e-AGM.

15. In terms of the provisions of Section 113 of the Act read with the said Circulars, Corporate Members are entitled to appoint their authorized representatives to attend the AGM through VC on their behalf and participate there, including cast votes by electronic means

16. The Company has been maintaining, inter alia, the following statutory registers at its registered office at 203/1, A.J.C Bose Road, Circus Avenue, Kolkata- 700017.

    i) Register of contracts or arrangements in which directors are interested under section 189 of the Act.
    ii) Register of directors and key managerial personnel and their shareholding under section 170 of the Act

17. Members who need technical assistance before or during the AGM can contact at sweta@expression360.co.in.

Instructions for attending/joining the AGM

Members will be able to attend the AGM through VC/OAVM by following procedure

i) The link for AGM will be made available on the Email Id of the shareholders as registered with the company. Enter the login credentials i.e. User ID and password mentioned in your email. After entering the details appropriately, click on LOGIN

ii) Members are advised that facility of joining the AGM through VC shall be kept open 15 minutes before the time scheduled for the AGM and shall not be closed till the expiry of 15 minutes after scheduled time. The video-conference shall allow for two way teleconferencing for the ease of participation of the members and the participants

iii) Members are requested to cast their vote by a show of hands in the meeting unless demand for poll is made by any Member or Chairman. If demand for poll is made by Chairman or any Member, Members are requested to convey their assent or dissent on the resolution by sending emails through their registered email address on sweta @expression360.co.in. The result of the poll shall be deemed to be the decision of the meeting on the resolution on which the poll was taken.

iv) Members are encouraged to join the meeting through Laptops for better experience

v) Further, members will be required to allow camera, if any, and hence use internet with a good speed to avoid any disturbance during the meeting

vi) While all efforts will be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may, at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches

EXPLANATORY STATEMENT

The following Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 ("Act") sets out all material facts relating to the special business of the accompanying Notice dated September 05, 2025.

Item No. 4: Appointment of Mrs. Vinaya Sudhir Chougule (DIN: 11244481) as an Independent Director

Based on the recommendation of the Board of Directors of the Company, it is proposed to appoint Mrs. Vinaya Sudhir Chougule as an Independent Director of the Company

Mrs. Vinaya Sudhir Chougule (DIN: 11244481) was appointed as an Additional Independent Director w.e.f. August 20, 2025 in accordance with the provisions of section 161 of the Companies Act, 2013, holds office upto the date of the ensuing Annual General Meeting.

In terms of Section 149 and 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, appointment of Independent Directors requires the approval of shareholders.

Pursuant to the Companies (Appointment and Qualification of Directors), Rules, 2014 and the amendments made thereto from time to time, Mrs. Vinaya Sudhir Chougule has registered herself in the Data Bank maintained by the Indian Institute of Corporate Affairs and has paid the fees accordingly.

The Company has received from Mrs. Vinaya Sudhir Chougule, consent in writing to act as director in Form DIR-2 and declaration to the effect that he is not disqualified to be appointed as director in Form DIR-8. In the opinion of the Board Mrs. Vinaya Sudhir Chougule fulfils the conditions for appointment as an Independent Director as specified in Companies Act, 2013 and is independent of the management. The proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considered that his association with the Company would be of immense benefit to the Company.

Details of Mrs. Vinaya Sudhir Chougule in terms of SS-2 has been provided in the Annexure A hereto and forming part of this Notice

The Board feels that presence of Mrs. Vinaya Sudhir Chougule (DIN: 11244481) on the board is desirable and would be beneficial to the company and hence recommends passing of the ordinary Resolution as specified in item no. 4 of the notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mrs. Vinaya Sudhir Chougule are in any way concerned or interested in this resolution.

Item No. 5: Appointment of Mr. Manoj Agarwal (DIN: 01504872) as an Independent Director

Based on the recommendation of the Board of Directors of the Company, it is proposed to appoint Mr. Manoj Kumar Agarwal as an Independent Director of the Company

Mr. Manoj Kumar Agarwal (DIN: 01504872) was appointed as an Additional Independent Director w.e.f. August 20, 2025 in accordance with the provisions of section 161 of the Companies Act, 2013, holds office up to the date of the ensuing Annual General Meeting.

In terms of Section 149 and 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, appointment of Independent Directors requires the approval of shareholders.

Pursuant to the Companies (Appointment and Qualification of Directors), Rules, 2014 and the amendments made thereto from time to time, Mr. Manoj Kumar Agarwal has also registered himself in the Data Bank maintained by the Indian Institute of Corporate Affairs for a period of lifetime and has paid the fees accordingly.

The Company has received from Mr. Manoj Kumar Agarwal, consent in writing to act as Independent director in Form DIR-2 and declaration to the effect that he is not disqualified to be appointed as director in Form DIR-8. In the opinion of the Board Mr. Manoj Agarwal fulfils the conditions for appointment as an Independent Director as specified in Companies Act, 2013 and is independent of the management. The proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considered that his association with the Company would be of immense benefit to the Company.

Details of Mr. Manoj Kumar Agarwal in terms of SS-2 has been provided in the Annexure A hereto and forming part of this Notice

The Board feels that presence of Mr. Manoj Kumar Agarwal (DIN: 01504872) on the board is desirable and would be beneficial to the company and hence recommends passing of the ordinary Resolution as specified in item no. 5 of the notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Manoj Kumar Agarwal are in any way concerned or interested in this resolution.

ANNEXURE A TO THE EXPLANATORY STATEMENT

Brief resume of Directors being Appointment/ Re-appointed Information pursuant to 1.2.5 of the Secretarial Standard on General Meetings (SS-2) regarding Director seeking appointment / re-appointment.

Name of the Director	Mr. Ramesh Kumar Gupta	Mr. Manoj Kumar Agarwal	Mrs. Vinaya Sudhir Chougule
Director Identification Number	03158448	01504872	11244481
Category	Non-Executive Director	Non-Executive Independent Director	Non-Executive Independent Director
Date of Birth & Age	15/04/1958, Age-67 years	07/10/1969, Age-56 Years	21/02/1981, Age-44 years
Nationality	India	India	India
Date of First Appointment on the Board	10.08.2016	20.08.2025	20.08.2025
Relationship with Directors	None	None	None
Qualification	B.com	BE Computer Science	Chartered Accountant
Experience/ Expertise in specific functional area	Tours and Travel Industry		PROFESSIONAL
Details of Board Meetings attended by the Director during the year	26 Board Meetings	Not Applicable	Not Applicable
Terms and Conditions of Appointment along with remuneration	Not Applicable	As mentioned in Explanatory statement as per Section 102 of the Companies Act, 2013.	As mentioned in Explanatory statement as per Section 102 of the Companies Act, 2013.
Remuneration last drawn	Not Applicable	Not Applicable	Not Applicable
List of Directorships held in other Companies	Skyland Transport Limited	4 Companies, 1 LLP(As per Form MBP-2)	Nil
Membership/Chairmanship of Committees across other Companies	NIL	NIL	NIL

Number of shares held in the Company	27,00,000	Nil	Nil
List of Companies from which resigned in the past three years	Nil	one	Nil

Registered office:
203/1, A.J.C Bose Road
Circus Avenue, Kolkata-700017

By the order of the Board of directors
For Expression 360 services India Limited

Expression 360 Services India Ltd.

Managing Director

Mohit Gupta
Managing Director
DIN: 02269890

Date: 5th September, 2025
Place: Kolkata