NOTICE

NOTICE is hereby given that an Extraordinary General Meeting of the Members of **Ascent Circuits Private Limited** will be held on Monday, 9th day of March 2026, at 11:00 A.M. IST, at B-13, I.T.I. Industrial Estate Mahadevpur, Bangalore, Karnataka, India, 560048 to transact the following business:

SPECIAL BUSINESS:

1. **RE-APPOINTMENT OF MR. PRAKASH IYER (DIN: 00956349) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR THE SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS WITH EFFECT FROM 15TH MAY 2026**

To consider and, if thought fit, to pass the following resolution(s) as a **SPECIAL RESOLUTION,** with or without modification(s):

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies Act, 2013 ("the **Act**"), and the Companies (Appointment and Qualification of Directors), Rules, 2014, as amended from time to time and any other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and on the basis of the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Prakash Iyer (DIN: 00956349), who was appointed as an Independent Director of the Company at the Annual General Meeting of the Company for first term of 2 (two) years, i.e., from 15th May 2024 to 14th May 2026 and who is eligible for re-appointment and who meets the criteria for independence and has submitted a declaration to that effect as provided under Section 149(6) of the Act and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years, i.e. from 15th May 2026 to 14th May 2031 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and other statutory authorities, and to execute all documents, applications and writings as may be required in this regard."

2. **RE-APPOINTMENT OF MS. SIMRAN SINGH (DIN: 01716011) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS WITH EFFECT FROM 15TH MAY 2026**

To consider and, if thought fit, to pass the following resolution(s) as a **SPECIAL RESOLUTION,** with or without modification(s):

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies Act, 2013 ("the **Act**"), and the Companies (Appointment and Qualification of Directors), Rules, 2014, as amended from time to time and any other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, and on the basis of the recommendation of the Nomination and

Remuneration Committee and the Board of Directors of the Company, Ms. Simran Singh (DIN: 01716011), who was appointed as an Independent Director of the Company at the Annual General Meeting of the Company first term of 2 (two) years, i.e., from 15th May 2024 to 14th May 2026 and who is eligible for re-appointment and who meets the criteria for independence and has submitted a declaration to that effect as provided under Section 149(6) of the Act and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years, i.e. 15th May 2026 to 14th May 2031 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms and returns with the Registrar of Companies and other statutory authorities, and to execute all documents, applications and writings as may be required in this regard."

By order of the Board of Directors
For **Ascent Circuits Private Limited**

Ascent Circuits Private Limited

(Jasbir Singh)
Director
DIN: 00259632
Address: 514A, The Camellias, DLF Golf Links, Golf Course Road, Gurugram, Haryana-122001

Place: Gurugram
Date: 5 February 2026

Notes

1. The explanatory statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 read with the rules framed thereunder concerning the special business in respect of item no. 1 & 2 as set out in the notice is annexed hereto and forms part of the notice.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING ("EGM") IS ENTITLED TO APPOINT A PROXY, OR, WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE ON A POLL ON HIS/ HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF COMPANY. THE INSTRUMENT APPOINTING THE PROXY TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. BLANK PROXY FORM FOR THE EGM IS ENCLOSED.**

   A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

   Proxies Register shall be made available for inspection during the period beginning from 24 hours before EGM commencement time till EGM conclusion time.

3. **PROXIES SUBMITTED ON BEHALF OF COMPANIES AND OTHER BODIES CORPORATE, SOCIETIES, TRUST, ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION, AS APPLICABLE.**

4. Corporate Members intending their authorized representative to attend the EGM are required to send a duly certified scanned copy of its resolution authorizing them to attend and vote on their behalf at the EGM by e-mail to cs_corp@ambergroupindia.com.

5. The Notice is being sent to all the members, whose names appear in the register of members, Directors of the Company & Statutory Auditors.

6. Members/ Proxies should bring their attendance slip/sheet duly completed for attending the meeting, no extra attendance slip will be provided at the venue of the EGM.

7. In case of joint holders attending the EGM, only such joint holder who is higher in the order of names will be entitled to vote.

8. In respect of members whose e-mail ids are registered with the Company, the Notice of the EGM is being sent in electronic mode to their emails registered with the Company. The members who have not registered their e-mail ID are requested to register the same with the Company for receiving all communication including Notices, Circulars, etc. from the Company electronically.

9. Members are requested to notify immediately of any change of address:
   (i) To their Depository Participants (DPs) in respect of the shares held in Dematerialized form and;
   (ii) To the Company and Registrar & Share Transfer Agent (RTA) i.e. MUFG Intime India Private Limited, having its Registered Office: C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,

Vikhroli (West,), Mumbai City, Mumbai, Maharashtra, India, 400083 in respect of the shares held in physical form together with a proof of address viz. Electricity Bill/Telephone Bill/Ration Card/Voter ID Card/Passport etc. quoting correct Folio Number.

10. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company quoting reference of their Folio numbers/DPID No. and Client ID.

11. All the documents referred to in the accompanying Notice shall be available for inspection during business hours at the registered office of the Company without any fee by the Members from the date of the Notice up to the date of EGM, i.e., 9th March 2026. Members seeking to inspect such documents can send an email to cs_corp@ambergroupindia.com.

12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 (hereinafter referred to as "*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 for inspection by the members at the commencement of EGM of the Company and shall remain open and accessible during the continuance of the EGM to any person having the right to attend the meeting.

13. Members who would like to express their views or ask questions during the EGM may raise the same at the meeting or send them in advance via email (mentioning their name and folio no.), prior to the date of the EGM to cs_corp@ambergroupindia.com.

14. A route map of the venue along with a prominent landmark for easy location is annexed to this Notice. Members are requested to refer to the route map to facilitate timely arrival at the Meeting.

By order of the Board of Directors
For **Ascent Circuits Private Limited**

Ascent Circuits Private Limited

(Jasbir Singh)
Director
DIN: 00259632
Address: 514A, The Camellias, DLF Golf Links, Golf Course Road, Gurugram, Haryana-122001

Place: Gurugram
Date: 5 February 2026

Explanatory Statement

{Pursuant to Section 102 of the Companies Act, 2013, to the resolution proposed to be passed at the Extraordinary General Meeting to be held on Monday, 9th March 2026 at 11:00 A.M. IST}

ITEM NO. 1 AND 2

As per Section 149(10) of the Companies Act, 2013 ("the Act"), an Independent Director may hold office for a term of 5 (Five) consecutive years on the Board of a Company but shall be eligible for re-appointment on passing a special resolution by the Company for another consecutive term of up to Five (5) consecutive terms on the Board of a Company.

The Members of the Company had at an Annual General Meeting held on 02nd August 2024, approved the appointment of the following Independent Directors for a term of Two (2) consecutive years commencing from 15th May 2024 to 14th May 2026.

- Mr. Prakash Iyer (DIN: 00956349)
- Ms. Simran Singh (DIN: 01716011)

At its meeting held on 5th February 2026, the Board, on the recommendation of the Nomination and Remuneration Committee ("NRC") and based on the performance evaluation conducted by the Board, assessed the independence, ability to exercise independent judgment, contribution to the objectivity of the Board's deliberations, and attendance at Board and Committee meetings of Mr. Prakash Iyer and Ms. Simran Singh.

After considering their skills, expertise, and competencies, and finding their performance satisfactory, the Board recommended to the Members the re-appointment of Mr. Prakash Iyer and Ms. Simran Singh as Independent Directors for a second term of Five (5) consecutive years, commencing from 15 May 2026 to 14 May 2031 (both days inclusive), not liable to retire by rotation, as set out in the respective resolutions.

The Company has received notices in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Prakash Iyer and Ms. Simran Singh for appointment as Independent Directors of the Company.

The Company has also received all statutory disclosures / declarations from Mr. Prakash Iyer and Ms. Simran Singh, including:

(i) Consents in writing to act as Director in Form DIR-2, pursuant to Section 152 of the Act read with Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("Appointment Rules"),

(ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under sub-section (2) of Section 164 of the Act, and

(iii) declaration to the effect that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

Mr. Prakash Iyer and Ms. Simran Singh also confirmed that they have successfully registered themselves in the Independent Director's databank maintained by Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Prakash Iyer and Ms. Simran Singh fulfil the conditions as set out in Section 149(6) and Schedule IV of the Act and they are eligible for re-appointment as an Independent Director. The proposed appointee Directors are highly successful professionals in their respective fields. Brief profiles of the appointee Directors are provided in the annexure to the Notice calling the EGM.

The Committee and the Board are of the view that, considering the contributions made by Mr. Prakash Iyer and Ms. Simran Singh to the Board processes, and their knowledge, commitment, experience and performance, their continued association would be beneficial to the Company. They possess appropriate skills, expertise and competencies in the context of the Company's business, stakeholder engagement and business management. The Board is also of the opinion that their continued association would be of immense benefit to the Company and, therefore, it is desirable to continue to avail their services as Independent Directors.

The remuneration payable to the appointee Directors shall be linked to the factors like membership of the committees of the Board and attendance of the meetings of the Board and its committees.

A copy of the draft letter of re-appointment of Mr. Prakash Iyer and Ms. Simran Singh as Independent Directors, setting out the terms and conditions of their re-appointment, is available for inspection by the Members during normal business hours on all working days up to the date of the EGM.

Mr. Prakash Iyer and Ms. Simran Singh being the appointee Directors, are interested or concerned in the Special Resolution no. 1 and 2 respectively.

None of the other Directors or Key Managerial Personnel of the Company, or their relatives, except Mr. Prakash Iyer and Ms. Simran Singh, are concerned or interested, financially or otherwise, in the passing of the proposed Special Resolutions set out in Item Nos. 1 and 2 of the Notice.

The resolution seeks the approval of members for the re-appointment of Mr. Prakash Iyer and Ms. Simran Singh as Non- Executive Independent Directors of the Company, for a second term of Five (5) years effective from 15th May 2026 till 14th May 2031 (both days inclusive) and shall not be liable to retire by rotation.

Brief profiles of Mr. Prakash Iyer and Ms. Simran Singh, along with other additional information pursuant to the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, are furnished as **Annexure A** to this Notice.

By order of the Board of Directors
For **Ascent Circuits Private Limited**

Ascent Circuits Private Limited

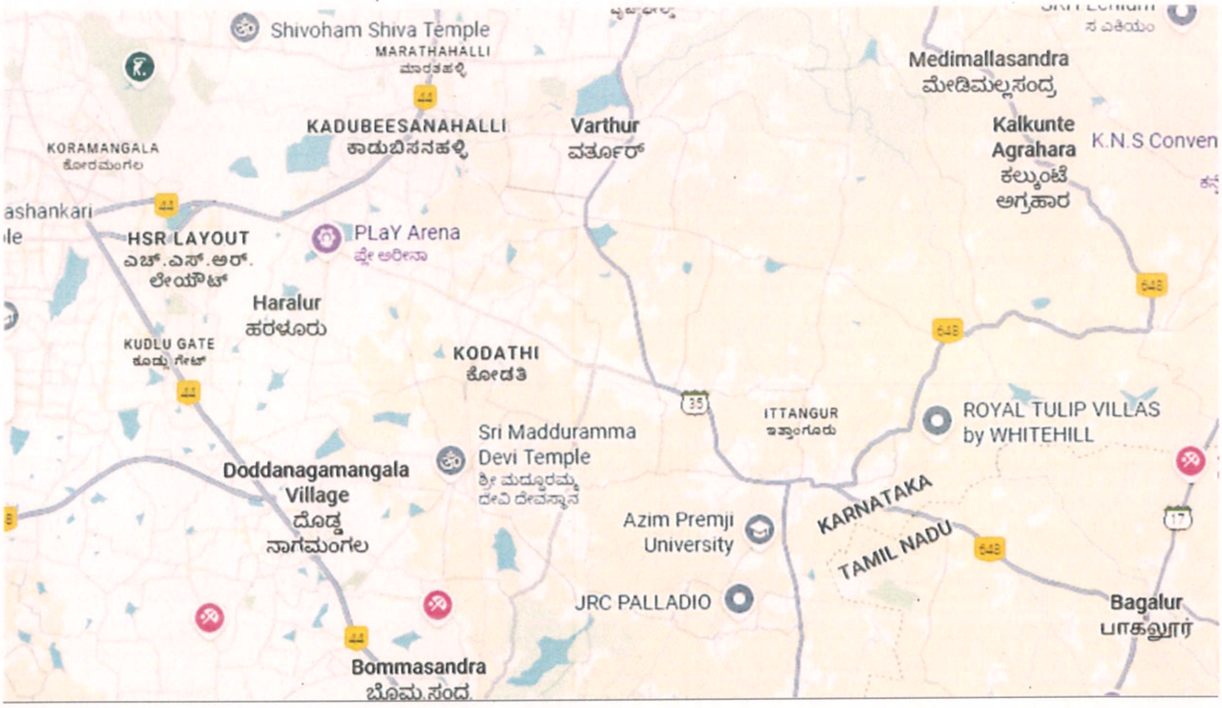
(Jasbir Singh)
Director
DIN: 00259632
Address: 514A, The Camellias, DLF Golf Links, Golf Course Road, Gurugram, Haryana-122001

Place: Gurugram
Date: 5 February 2026

AN AMBER GROUP COMPANY

<u>Route Map of the Venue</u>

<u>B-13, I.T.I. Industrial Estate Mahadevpur, Bangalore., Karnataka, India, 560048</u>



Annexure-A

Name of Director	Ms. Simran Singh	Mr. Prakash Iyer
Age	60 Years	57 Years
Qualifications	Bachelor's degree in mathematics from Punjab University. Master of Business Administration from University of Delhi.	Bachelor's degree in Commerce from Pune University. Master Degree in Commerce from Pune University. Chartered Accountant, from the Institute of Chartered Accountants of India. Cost Accountant, from the Institute of Cost and Work Accountants of India.
Experience	She has spent a major part of her career working with the fast growing retail industry. Being one of the early professionals in the field she has helped launch and scale some of the significant retail brands in the country. A multi-faceted professional, Simran has worked both as retail professional, managing large and diverse teams nationally, and as an entrepreneur. She has held academic positions, worked as consultant with international organizations, and written for leading newspapers including Business Standard, Economic Times, and industry specific, publications. She has a strong sense of social responsibility and has been actively involved at a personal level in areas of mental health, student education and animal care. Moved by the challenges of the elderly in India, Simran launched a social enterprise — Amaltas Senior Care in 2021. She is a gold medallist and scholarship holder in Mathematics Honours from Punjab University, and an MBA from	He is currently the Chief Investments Officer (CIO) for Haldirams Nagpur group. In past he served as a Chief Executive Officer of Butterfly Appliances. He carries in-depth knowledge and experience of 29 years across the financial services domain. His body of work includes equity and debt research (with ICRA credit ratings), investment banking (Arthur Andersen, Ernst & Young), private equity and venture investing (with Actis, Reliance Private Equity and currently manages Haldirams Family Office for investing and M&A advisory), operational expertise (as CEO of Butterfly Appliances) Mr. Prakash Iyer scripted and delivered a historic turnaround in operational performance as CEO at Butterfly Gandhimathi Appliances while and Charted a long-term strategy for growth. He continues to play a key role in venture investing, strategic advisory especially M&A while continuing to advise the Haldirams group in managing their Family Office for investing and spearheads the M&A function. In this role he works very closely with the startup companies guiding them in growth strategies and fund raising. He works closely with the Venture Catalysts group in various advisory

	Faculty of Management Studies, University of Delhi.	capacities and also with 100 Unicorns Fund and Elev8, Venture Partners. Nature of expertise in specific functional areas: Investing & capital raising, M&A, Expert in turnarounds, Team Management, Strategic Planning, Marketing Strategy.
Date of first appointment on the Board	She has been inducted as a member of board w.e.f. 15^{th} May 2024 as an additional Director in the capacity of Independent Director.	He has been inducted as a member of board w.e.f. 15^{th} May 2024 as an additional Director in the capacity of Independent Director.
Shareholding in the Company	NIL	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	She is not having any relationship with Directors, Managers and Key Managerial Personnel of the Company.	He is not having any relationship with Directors, Managers and Key Managerial Personnel of the Company.
Shareholding in the company	Nil	Nil
Number of Meetings of the Board attended during the year	4	5
Other Directorships	1. Travelmatics Pvt Ltd 2. Sidwal Refrigeration Industries Private Limited 3. Pravartaka Tooling Services Private Limited 4. Power-One Micro Systems Private Limited 5. Shogini Technoarts Pvt Ltd	1. Amber Enterprises India Limited 2. Sidwal Refrigeration Industries Private Limited 3. DCG Tech Limited 4. Power-One Micro Systems Private Limited 5. Unitronics (1989) (R"G) Ltd 6. Ajna Aerospace & Defence Private Limited 7. Shogini Technoarts Pvt Ltd 8. Aksh Quantum Defence Private Limited

ASCENT CIRCUITS

AN AMBER GROUP COMPANY

MEMBERSHIP/ CHAIRMANSHIP OF COMMITTEES OF OTHER BOARDS

Mr. Prakash Iyer

Sl. No.	Names of Companies	Name of the Committee (s)	Member/ Chairman
1.	Amber Enterprises India Limited	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
		Stakeholder Relationship Committee	Member
2.	Sidwal Refrigeration Industries Private Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Member
3.	DCG Tech Limited	Nomination and Remuneration Committee	Member
4.	Power-One Micro Systems Private Limited	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility Committee	Member
5.	Shogini Technoarts Pvt Ltd	Audit Committee	Chairman
		Nomination and Remuneration Committee	Member
		Corporate Social Responsibility Committee	Member

Ms. Simran Singh

Sl. No.	Names of Companies	Name of the Committee (s)	Member/ Chairman
1.	Sidwal Refrigeration Industries Private Limited	Audit Committee	Member
		Corporate Social Responsibility Committee	Member
		Nomination and Remuneration Committee s	Chairperson
2.	Pravartaka Tooling Services Private Limited	Nomination and Remuneration Committee	Chairperson
		Audit Committee	Member
3.	Power – One Micro Systems Private Limited	Audit Committee	Member
		Nomination and Remuneration Committee	Chairperson
4.	Shogini Technoarts Pvt Ltd	Audit Committee	Member
		Nomination and Remuneration Committee	Chairperson