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AKSH OPTIFIBRE LIMITED

Registered Office: F-1080, Phase III, RIICO Industrial Area, Bhiwadi, Rajasthan - 301019, India.
Corporate Office: A-32, 2nd Floor, Mohan Co-operative Industrial Estate, Mathura Road, New Delhi - 110044
Tel: No. 011-49991700, Fax No. 011-49991800
E-mail: investor.relations@akshoptifibre.com | **Website:** www.akshoptifibre.com
CIN: L24305RJ1986PLC016132

Notice is hereby given that the Thirty-Ninth (39th) Annual General Meeting ("AGM") of **AKSH OPTIFIBRE LIMITED** ('the Company') will be held on Monday, September 28, 2026 at 02:00 P.M. ("IST") through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") facility, to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Annual Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended March 31, 2026, and the Report of Board of Directors and the Auditors thereon.**

   To consider and if thought fit, to pass with or withsout modification(s) the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Annual Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended March 31, 2026, together with the Report of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted**.**

   RESOLVED FURTHER THAT any Director and the Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to file the necessary forms with the Registrar of Companies and to do all such acts, deeds, things, as may be necessary to give effect to this resolution."

2. **To appoint a Director in place of Dr. Kailash Shantilal Choudhari (DIN:00023824), who retires by rotation and being eligible, offers himself for re-appointment.**

   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 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) , based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Dr. Kailash Shantilal Choudhari (DIN:00023824), who retires by rotation as a Director at this 39th Annual General Meeting, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, who shall be liable to retire by rotation.

   RESOLVED FURTHER THAT any Director and the Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to file the necessary forms with the Registrar of Companies and to do all such acts, deeds, things, as may be necessary to give effect to this resolution."

   SPECIAL BUSINESS:

3. **Re-appointment of Mr. Satyendra Kumar Gupta, Non-Executive Director of the Company as Professional Consultant 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 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable laws, if any, consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Satyendra Kumar Gupta (DIN: 00035141), Non-Executive Non-Independent Director and Vice Chairman of the Company, as Professional Consultant (Director holding office or place of profit) of the Company for a further period of one (1) year commencing from December 01, 2026 and ending on November 30, 2027, for rendering professional consultancy and advisory services in relation to strategic assignments of the Company.

   RESOLVED FURTHER THAT the consent of the Members of the Company be and is hereby accorded for payment of professional consultancy fees of Rs. 7,50,000/- (Rupees Seven Lakhs Fifty Thousand Only) per month to Mr. Satyendra Kumar Gupta during the aforesaid period of his re-appointment as Professional Consultant.

   RESOLVED FURTHER THAT in addition to the aforesaid monthly professional consultancy fees, Mr. Satyendra Kumar Gupta shall be entitled to Success Linked Professional Advisory Fees, in consideration of strategic assignments successfully concluded by him for the benefit of the Company, as under:

   (a) 0.25% of the One Time Settlement (OTS) amount in respect of each bank, namely Union Bank of India, HDFC Bank and Bank of Baroda; and

   (b) 0.40% of the total amount of fund infusion into the Company through equity, debt, preference shares, convertible instruments or any other mode.

   RESOLVED FURTHER THAT the professional consultancy services rendered by Mr. Satyendra Kumar Gupta shall continue to be rendered by him in his professional capacity and shall remain distinct and separate from the duties and responsibilities performed by him as Non-Executive Non-Independent Director and Vice Chairman of the Company.

   RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize and execute the consultancy agreement and/or amendments thereto, determine the manner of computation, crystallization and payment of the Success Linked Professional Advisory Fees, and do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution."

RESOLVED FURTHER THAT Mr. Gaurav Mehta, Chief Executive Officer – Corporate Affairs & Group Company Secretary or Mr. Mayank Chadha, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to issue certified copy(ies) of this resolution."

4. **Ratification of Cost Auditor's Remuneration for the Financial year ending March 31, 2027.**

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 148 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], M/s. Ajay Kumar Singh & Co., Cost Accountants, the Cost Auditors appointed by the Board of Directors of the Company, based on the recommendation of Audit Committee, be paid a remuneration up to Rs. 90,000/- (Rupees Ninety Thousand Only) (plus applicable taxes) to conduct audit of the Cost Records of the Company for products manufactured by the Company for the Financial Year ending March 31, 2027 be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT any Director and the Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to file the necessary forms with the Registrar of Companies and to do all such acts, deeds, things, as may be necessary to give effect to this resolution."

New Delhi, May 28, 2026

By Order of the Board
for Aksh Optifibre Limited

Registered Office:
F-1080, RIICO Industrial Area Phase-III,
Bhiwadi – 301019 (Rajasthan)

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Mayank Chadha
Company Secretary and Compliance Officer
M. No. F13404

Notes:-

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 03/2025 dated September 22, 2025, General Circular No. 09/2024 dated September 19, 2024, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/2020 dated May 05, 2020 read with General Circular No.17/2020 dated April 13, 2020 and General Circular No. 14/2020 dated April 08, 2020, permitted the holding of the Annual General Meeting through VC/OAVM ("AGM" or "e-AGM") and various other circulars related thereto (collectively referred to as "MCA Circulars"). Securities and Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, prescribing methods for conducting Annual General Meeting through VC/OAVM Accordingly, in compliance with the provisions of the Companies Act, 2013, SEBI Listing Regulations, MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC/OAVM. The deemed venue of the AGM shall be the registered office of the Company.

2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") setting out the material facts concerning the special businesses under Item Nos. 3 & 4 to be transacted at the AGM is annexed hereto. Further, additional information as required under Listing Regulations & Circulars issued thereunder are also annexed.

3. Since this AGM is being held in terms of MCA Circulars, physical attendance of Members has been dispensed with. There is no requirement of appointment of proxies. Accordingly, facility of appointment of proxies by Members under Section 105 of the Act, will not be available for the AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to the Notice. However, in pursuance of Section 112 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-Voting, for participation in the AGM through VC/OAVM facility and e-Voting during the AGM.

4. Corporate members are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting, pursuant to Section 113 of the Companies Act, 2013 at investor.relations@akshoptifibre.com and neelamrna@gmail.com before e-Voting/attending Annual General Meeting,

5. In compliance with the provisions of Section 108 of the Companies Act, 2013 along with rules made thereunder and as per the provisions of Listing Regulations 2015, the Company is pleased to provide its members the facility to exercise their right to vote at the Annual General Meeting by electronic means and the business may be transacted through e-Voting services provided by Kfin Technologies Limited. The complete details of the instructions for e-Voting are annexed to this notice.

6. Facility of joining the AGM through VC/OAVM shall open 30 minutes before the time scheduled for the AGM and window for joining shall be kept open till the AGM is over. Members can join the AGM by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available on first come first serve basis. Participation in AGM is restricted upto 1000 members only.

7. Restriction to join AGM on first come first serve basis shall not apply in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnels, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.

8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

9. The Company has appointed KFin Technologies Limited (formerly known as KFin Technologies Private Limited), Registrars and Share Transfer Agent of the Company, to provide Video Conferencing facility and e-Voting facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.

10. In line with the MCA Circulars and SEBI Circular, the Notice calling the AGM and Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, August 28, 2026 being the cut-off date for determining the eligible shareholders. Therefore, those Members, whose email address is not registered with their respective Depository Participant/s, and who wish to receive the Notice of the 39th AGM and the Annual Report 2025-26 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below: -

    a) For Members holding shares in physical form, are requested to follow the process for such updation as provided under Investor service request at https://www.akshoptifibre.com/pdf/Circular-to-Shareholders1.pdf.

    b) For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.

    c) Members who have not registered their e-mail address and, therefore, are not able to receive the Annual Report, Notice of AGM and e-Voting instructions, may get their KYC details updated by submitting the ISR forms. The forms can be downloaded from https://ris.kfintech.com/clientservices/isc/isrforms.aspx. Duly filled in forms along with the supporting documents to be sent to KFin Technologies Limited, Selenium, Tower-B, Plot no. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032.

11. The Company shall send a physical copy of the Annual Report to those shareholders who specifically request for the same at investor.relations@akshoptifibre.com mentioning their Folio No. / DP ID and Client ID.

    Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, the Company is also sending a letter to Shareholders whose e-mail address is not registered with the Company or its Registrar and Share Transfer Agent viz. KFin Technologies Limited ('RTA')/ Depository Participant ('DPs') providing the exact web-link of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

12. Members may note that Notice and Annual Report 2025-26 will also be made available on the Company's website at www.akshoptifibre.com, websites of the Stock Exchanges i.e. BSE Limited and The National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and the website of KFin Technologies Limited i.e. https://evoting.kfintech.com/

13. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.

14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act, the Register of Contracts or arrangements in which the directors are interested under section 189 of the Act and all other documents referred in the notice will be available for inspection in electronic mode. Members who wish to inspect the documents can send an email to investor.relations@akshoptifibre.com.

15.. The members intending to seek any information on Annual Financial Statements or any matter placed/to be placed at the meeting are requested to kindly write to the Company on or before Monday, September 28, 2026 through email on investor.relations@akshoptifibre.com. The same will be replied by the Company suitably.

16. Members holding shares in the electronic mode are requested to intimate the change in their address, bank details etc. to their respective Depository Participants (DPs). Members holding shares in physical form are requested to notify immediately any change or updation in their address/mandate/bank details to the Company or to the office of the Registrar & Share Transfer Agent, KFin Technologies Limited, quoting their folio number. The Members holding shares in physical form are requested to follow the process for such updation as provided under Investor service request at https://www.akshoptifibre.com/pdf/Circular-to-Shareholders1.pdf, https://ris.kfintech.com/faqs.aspx & https://ris.kfintech.com/clientservices/isc/isrforms.aspx.

17. The equity shares of the Company have been notified for compulsory trading in demat form and are available for trading in demat form both on National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Shareholders are requested to avail this facility and get their shares converted into dematerialised form by sending the Dematerialisation Request Form (DRF) along with the share certificates through their Depository Participant to the Registrar and Transfer Agents of the Company at einward.ris@kfintech.com

18. The nomination facility is available to the Shareholders in respect of equity shares held by them. Shareholders holding shares in electronic mode may obtain and submit duly filled Nomination Forms to their respective Depository Participants. Shareholders holding shares in physical mode may send their request for nomination by following the process for such updation as provided under Investor service request at https://www.akshoptifibre.com/pdf/Circular-to-Shareholders1.pdf, https://ris.kfintech.com/faqs.aspx & https://ris.kfintech.com/clientservices/isc/isrforms.aspx. at the Office of the Share Transfer Agents of the Company, KFin Technologies Limited, Selenium, Tower-B, Plot no. 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana – 500032.

19. During the year, the unclaimed final dividend for the financial year 2017-18 has been transferred to the Investor Education and Protection Fund ("IEPF") within the prescribed timeline, pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time. Further, the corresponding Equity Shares in respect of which dividend remained unclaimed/unpaid for seven consecutive years were also transferred by the Company to the Demat Account of the IEPF Authority.

    Members may note that shares as well as unclaimed dividends transferred to IEPF can be claimed back from the IEPF Authority by making an application in Form IEPF-5 available on the website of the IEPF Authority at www.iepf.gov.in or contact KFin for lodging claim for refund of shares and/ or dividend from the IEPF.

New Delhi, May 28, 2026

Registered Office:
F-1080, RIICO Industrial Area Phase-III,
Bhiwadi – 301019 (Rajasthan)

By Order of the Board
for Aksh Optifibre Limited

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Mayank Chadha
Company Secretary and Compliance Officer
M. No. F13404

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INSTRUCTIONS TO MEMBERS

Instructions for the Members for attending the AGM through Video Conference:

1. Members may access the platform to attend the AGM through VC/OAVM at https://emeetings.kfintech.com by using their remote e-Voting credentials or by using their Registered Mobile number and OTP. The link for the AGM will be available in the Shareholder/ Members login where the "EVENT" and the "Name of the Company" can be selected. Please note that the Members who have not registered their e-mail address or 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 this Notice. Further, Members can also use the OTP based login for logging into the e-meeting system.

   In order to login using the registered mobile number, Members should follow the instructions below.

   a.) On the e-Meeting webpage, use the Mobile OTP option.

   b.) Select the Meeting / Name of the Company

   c.) Input the Registered Mobile Number

   d.) Click on Send OTP

   e) Post validation, join by selecting the Folio.

2. 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.

3. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience.

4. 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.

5. 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.

6. Members who need assistance before or during the AGM, can contact RTA viz., KFin Technologies Ltd. Or they can call on the toll free number 1 800 309 4001.

7. **AGM Questions prior to AGM:** Shareholders who would like to express their views/ask questions during the meeting may log into https://emeetings.kfintech.com/ and click on "Post your Questions" may post their queries/views/questions in the window provided by mentioning the name, demat account number/folio number, email ID, mobile number. Please note that, member's questions will be answered only if the shareholders continue to hold the shares as of cut-off date BENPOS. The posting of the questions shall commence on Tuesday, September 15, 2026 and close on Wednesday, September 16, 2026.

8. **Speaker Registration during AGM session:** Members may log into https://emeetings.kfintech.com/ and click on "Speaker Registration" by mentioning the demat account number/folio number, city, email id, mobile number and submit. The speaker registration shall commence on Tuesday, September 15, 2026 and close on Wednesday, September 16, 2026.

Instructions for members for e-Voting during the AGM session:

1. The e-Voting "Thumb sign" on the video screen shall be activated upon instructions of the Chairman during the AGM proceedings. Shareholders shall click on the same to take them to the "Instapoll" page.

2. Members to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.

3. Only those shareholders, who are present in the AGM 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 available during the AGM.

REMOTE E-VOTING THROUGH ELECTRONIC MEANS

In terms of the provisions of section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation 44 of the Listing Regulations, the Company is providing facility of remote e-Voting to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on Monday, September 21, 2026, being the cut-off date fixed for determining voting rights of members, entitled to participate in the remote e-Voting process, through the e-Voting platform provided by KFin or to vote at the AGM. Person who is not a member as on the cut-off date should treat this Notice for information purposes only.

The details of the process and manner for remote e-Voting are given below:

Instructions for remote e-Voting by 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	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotingloginjsp. 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 or joining virtual meeting & voting during the meeting. 2. 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 or joining virtual meeting & voting during the meeting. 3. 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 held 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 or joining virtual meeting & voting during the meeting. 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 use 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 e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi / Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & 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 from 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.

Type of shareholders	Login Method
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. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Instructions for remote e-Voting by all shareholders holding shares in physical mode

i. Launch the internet browser and type the URL: https://evoting.kfintech.com in the address bar.

ii. Enter the login credentials i.e. User ID and password. Your Folio No. will be your User ID.

iii. After entering the password, click on LOGIN.

iv. On successful login, the system will prompt you to select the EVENT i.e.''10097_Aksh Optifibre Limited-AGM".

v. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR' / 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.

vi. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.

vii. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.

viii. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at neelamrna@gmail.com with a copy marked to investor.relations@akshoptofibre.com.

ix. **Members can cast their vote online from** Friday, September 25, 2026 (09:00 A.M. IST) and ends on Sunday, September 27, 2026 (05:00 P.M. IST). Voting beyond the said date shall not be allowed and the remote e-Voting facility shall be blocked.

x. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-Voting User Manual available at the 'download' section of https://evoting.kfintech.com or call KFin on 1800 309 4001 (toll free).

The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company, as on the cut-off date.

The Company has appointed M/s. Neelam Gupta & Associates, as Scrutinizer to scrutinize the remote e-Voting during the AGM in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the electronic votes cast during the AGM and thereafter unblock and count the votes cast through remote e-Voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any other person authorised by him.

The Results on resolutions shall be declared within 48 hours of the conclusion of the AGM and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.

The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.akshoptifibre.com and on the website of KFin Technologies Ltd https://www.evoting.kfintech.com immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited (NSE) and Bombay Stock Exchange of India Limited (BSE), where the shares of the Company are listed.

Process for registration of email address for obtaining Annual Report for e-Voting and updation of bank account mandate for receipt of dividend:

<table>
<tr><td>Physical Holding</td><td>Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR form along with the supporting documents.
ISR-1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx
ISR Form(s) and the supporting documents can be provided by any one of the following modes.
a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
b) Through hard copies which are self-attested, which can be shared on the address below; or
<table>
<tr><td>Name</td><td>KFIN Technologies Limited</td></tr>
<tr><td>Address</td><td>Selenium Building, Tower-B,
Plot No 31 & 32, Financial District,
Nanakramguda, Serilingampally,
Hyderabad, Rangareddy, Telangana India - 500 032</td></tr>
</table>
c) Through electronic mode with e-sign by following the link: https://kprism.kfintech.com/
Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html</td></tr>
<tr><td>Demat Holding</td><td>Please contact your Depository Participant (DP) and register your email address and bank account details in your demat account, as per the process advised by your DP.</td></tr>
</table>

Application(s) by our RTA KFINTECH

Members are requested to note that as an ongoing endeavor to enhance shareholders experience and leverage new technology, KFin tech has developed the following applications for shareholders:

Investor Support Centre:

Members are hereby notified that our RTA , KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated June 08, 2023, have created an online application which can be accessed at https://ris.kfintech.com/default.aspx# > Investor Services > Investor Support.

Members are required to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query , Complaints, check for status, KYC details, Dividend, Interest, Redemptions, eMeeting and eVoting Details.

Quick link to access the signup page: https://kprism.kfintech.com/signup

Summary of the features and benefits are as follows:

1. The provision for the shareholders to register online.
2. OTP based login (PAN and Registered mobile number combination)
3. Raise service requests, general query, and complaints.
4. Track the status of the request.
5. View KYC status for the folios mapped with the specific PAN.
6. Quick links for SCORES, ODR, e-Meetings and eVoting.
7. Branch Locator
8. FAQ's

Senior Citizens investor cell:

As part of our RTA's initiative to enhance the investor experience for Senior Citizens, a dedicated cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints, and queries. The Senior Citizens wishing to avail this service can send the communication with the below details to the email id, senior.citizen@kfintech.com .

Senior Citizens (above 60 years of age) have to provide the following details:

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

The cell closely monitors the complaints coming from Senior Citizens through this channel and assists them at every stage of processing till closure of the grievance.

Online Personal Verification (PV):

In today's ever-changing dynamic digital landscape, security, foolproof systems and efficiency in identity verification are paramount. We understand the need to protect the interests of you (shareholders) and also comply with KYC standards. Ensuring security and KYC compliance is paramount of importance in today's remote world. Digital identity verification, using biometrics and digital ID document checks, helps combat fraud, even when individuals aren't physically present. To counteract common spoofing attempts, we engage in capturing liveness detection and facial comparison technology.

We are excited to announce that our RTA has introduced an Online Personal Verification (OPV) process, based on liveness detection and document verification.

Key Benefits:

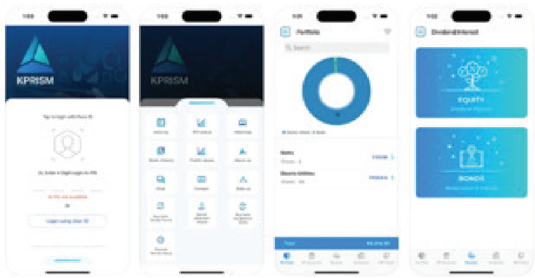
- A fully digital process, only requiring internet access and a device.
- Effectively reduces fraud for remote and unknown applicants.
- Supports KYC requirements.

Here's how it works:

I. Users receive a link via email and SMS.
II. Users record a video, take a selfie, and capture an image with their PAN card.
III. Facial comparison ensures the user's identity matches their verified ID (PAN).

KPRISM Mobile App:

Mobile applications for all users to review their portfolio being managed by KFINTECH is available in Play store and App Store. User are requested to download the application and register with the PAN number. Post verification, user can use functionalities like – Check portfolio / holding, check IPO status / Demat / Remat, Track general meeting schedules, download ISR forms, view the live streaming of AGM and contact the RTA with service request, grievance, and query.



QR Code to access KPRISM:

WhatsApp:

Shareholders can use WhatsApp Number: (91) 910 009 4099 to avail bouquet of services.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item No. 3

Re-appointment of Mr. Satyendra Kumar Gupta, Non-Executive Director of the Company as Professional Consultant of the Company.

Mr. Satyendra Kumar Gupta (DIN: 00035141), Non-Executive Non-Independent Director and Vice Chairman of the Company, was appointed as Professional Consultant (Director holding office or place of profit) pursuant to approval of the Members of the Company for a period commencing from December 01, 2023 and ending on November 30, 2026.

Mr. Gupta is a qualified Chartered Accountant and an alumnus of Hans Raj College, University of Delhi. He possesses over 41 years of rich and diversified experience in finance, accounts, taxation, legal, secretarial, debt restructuring, lender negotiations, One Time Settlement (OTS) arrangements, strategic fund raising and financial advisory matters. He has been associated with the Company for more than two decades and has been actively assisting the Company in various strategic and financial initiatives.

The Members may note that, considering the increased scope, complexity and strategic importance of the assignments being undertaken by Mr. Gupta, the Board of Directors, based on the recommendations of the Audit Committee and Nomination and Remuneration Committee, has revised the professional consultancy fees payable to him from Rs. 6,50,000/- (Rupees Six Lakhs Fifty Thousand Only) per month to Rs. 7,50,000/- (Rupees Seven Lakhs Fifty Thousand Only) per month with effect from May 01, 2026.

Further, considering the strategic initiatives being handled by Mr. Gupta in relation to lender negotiations, One Time Settlement (OTS) arrangements and fund infusion initiatives, the Board of Directors has approved, subject to approval of the Members, payment of Success Linked Professional Advisory Fees as under:

(a) 0.25% of the One Time Settlement (OTS) amount in respect of each bank, namely Union Bank of India, HDFC Bank and Bank of Baroda; and

(b) 0.40% of the total amount of fund infusion into the Company through equity, debt, preference shares, convertible instruments or any other mode.

The present term of appointment of Mr. Gupta as Professional Consultant expires on November 30, 2026. In view of the continuing requirement of his expertise and professional services, the Board of Directors, based on the recommendations of the Audit Committee and Nomination and Remuneration Committee, has approved, subject to approval of the Members, his re-appointment as Professional Consultant (Director holding office or place of profit) for a further period of one year commencing from December 01, 2026 and ending on November 30, 2027 on professional consultancy fees of Rs. 7,50,000/- (Rupees Seven Lakhs Fifty Thousand Only) per month together with the Success Linked Professional Advisory Fees proposed herein.

The Board is of the opinion that the professional consultancy services rendered by Mr. Gupta are specialized in nature, are distinct and separate from his role as Non-Executive Non-Independent Director and Vice Chairman of the Company and continue to be of significant value to the Company, particularly in relation to financial restructuring, debt resolution and fund raising initiatives.

Accordingly, approval of the Members is being sought pursuant to Section 188(1)(f) of the Companies Act, 2013 for payment of the aforesaid Success Linked Professional Advisory Fees and for re-appointment of Mr. Gupta as Professional Consultant for the period commencing from December 01, 2026 till November 30, 2027.

Mr. Gupta is an Independent Professional without any interest in the share capital of the Company except for 100 shares he holds in the company and is not related to any of the Directors or Promoters of the Company or its subsidiary (ies). He is also not related with any KMP of the Company.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

Item No. 4

Ratification of Cost Auditor's Remuneration for Financial Year ending March 31, 2027.

The Board on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. Ajay Kumar Singh & Co., Cost Accountants as Cost Auditors to conduct the audit of cost records of the Company for the Financial Year ending March 31, 2027, at a fees of Rs. 90,000/- (Rupees Ninety Thousand Only) plus GST, as applicable, as a remuneration for Cost Audit Services for the Financial Year 2026-27.

M/s. Ajay Kumar Singh & Co. has furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit & Auditors) Rules 2014, the fees payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the Shareholders is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice.

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 set out at Item no. 4 of the Notice.

The Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval and ratification by the shareholders.

Annexure-1

PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ALONG WITH SECTION 118 OF THE COMPANIES ACT, 2013

Details of Directors seeking Appointment/Reappointment at the Annual General Meeting:

Particulars	Dr. Kailash Shantilal Choudhari	Mr. Satyendra Kumar Gupta
Brief Resume	Dr. Kailash Shantilal Choudhari, aged 66 Years is a MBBS, known as a visionary in the optical fibre industry, having around three decades of experience in the industry. He was instrumental in the Company's foray into the manufacture of OFC. Dr. Choudhari is also a Director of AOL FZE, UAE, AOL Technologies, FZE, UAE. Aksh Technologies (Mauritius) Limited, Mauritius and AOL Composites (Jiangsu) Co. Ltd, China. Dr. Choudhari is retiring by rotation and, being eligible, offers himself for re-appointment as Director.	Mr. Satyendra Kumar Gupta, aged 65 years, Chartered Accountant, has over 41 years of extensive experience in finance, accounts, taxation, legal, secretarial function and handling the business segment of the organization. Mr. Gupta has been involved in fund raising both at the domestic and international levels, and has successfully worked on several company mergers and demergers.
Nature of expertise in specific functional areas	Industry Experience and Knowledge, Marketing, and Operations.	Finance, Accounts, Taxation, Legal, Business.
Disclosure of relationships between directors inter-se;	He doesn't have inter-se relationship with any other Director and Key Managerial Personnel of the Company.	He doesn't have inter-se relationship with any other Director and Key Managerial Personnel of the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board [along with listed entities from which the person has resigned in the past three years]	He holds no Directorship/ Committee positions on the Board of any other listed entities other than Aksh Optifibre Limited.	He holds no Directorship/ Committee positions on the Board of any other listed entities other than Aksh Optifibre Limited. Mr. Gupta is the member of Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee of the Company.
Date/Terms & conditions of Reappointment	Dr. Choudhari offers himself for Re appointment under provision of Section 152(6) of the Companies Act, 2013.	Reappointment
Date of Birth	23.08.1959	04.05.1961
Age	66 years	65 years
No. of Equity Shares held	42,52,245	100
Date of First Appointment	05.04.1986	01.12.2020
Details of Remuneration sought to be paid	Dr. Choudhari is not entitled for any Remuneration except Sitting Fees.	As approved by the Audit Committee & Board of Directors
Last Drawn Remuneration	Dr. Choudhari is not entitled for any Remuneration except Sitting Fees.	75,00,000
Qualification	MBBS	Chartered Accountant
Meetings of Board attended during the year	5	5