

**NOTICE TO MEMBERS**

**NOTICE** hereby given that the Thirty-Sixth Annual General Meeting (AGM) of the Members of Microland Limited (Microland) will be held on Friday, August 29, 2025, at 10:00 AM IST at the Registered Office of the Company situated at 1B, Ecospace, Bellandur Outer Ring Road, Bengaluru – 560 103, to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the financial year ended March 31, 2025, along with the Report of the Board of Directors and the Auditor's thereon.
2. To appoint a Director in place of Mr. Raja Gopalan (DIN 08879352), who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare a final dividend of Re.1/- per equity share for the financial year ended March 31, 2025.

**SPECIAL BUSINESS:**

4. **To approve the alteration of Articles of Association (AoA) of the Company:**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as a **"SPECIAL RESOLUTION"**:

**"RESOLVED THAT** pursuant to the provisions of Section 14 of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members be and is hereby accorded for the deletion of the term IL&FS in Clause 2 (e) – Interpretation and deletion of Clause 5.7 of the Articles of Association as follows:

**Deletion of the following Clause (Clause 2(e)) of the Articles of Association:**

2(e) **"IL&FS"** means IL&FS Financial Services Limited, a company incorporated under the Companies Act, 1956;

**Deletion of the following Clause (Clause 5.7) of the Articles of Association:**

5.7 Notwithstanding anything contained in these regulations:

- (a) if IL&FS proposes to sell and/or transfer any equity shares, warrants or other securities held by it in the Company (**"Securities"**), then, IL&FS shall first give a written notice (hereinafter referred to as **"Offer Notice"**) to the Existing Shareholders (hereinafter collectively referred to as the **"Other Shareholder(s)"**) at least five (5) Business Days prior to making of such proposed transfer/sale. The Offer Notice shall state the number of Securities proposed to be sold/ transferred (hereinafter referred to as the **"Sale Securities"**), the proposed price, the name and address of the proposed transferee/ purchaser and the other terms and conditions of the proposed sale;
- (b) IL&FS will not sell or transfer any of the Sale Securities until five (5) Business Days after the Offer Notice has been given to the Other Shareholder(s) unless the Other Shareholder(s) has/have either indicated in writing their intention to purchase the Sale Securities or have waived their right to do so prior to the expiry of this five (5) Business Days period;
- (c) in the event any of the Other Shareholder(s) desiring to purchase all or any of the Sale Securities (**"Electing Shareholders"**), within five (5) Business Days of the receipt of the Offer Notice (time being of the essence), it shall deliver to IL&FS a notice (hereinafter referred to as the **"Acceptance Notice"**) signed by it intimating IL&FS of its desire to purchase the quantity of Sale Securities mentioned in the Acceptance Notice from IL&FS at the price stated in the Offer Notice, failing which it shall be conclusively deemed that the Other Shareholder(s) has/have declined the offer to purchase the Sale Securities /the balance Sale Securities (as the case may be);
- (d) the Electing Shareholder shall pay for the Sale Securities, which it has agreed to purchase within five (5) Business Days

from the date of delivery of the Acceptance Notice to IL&FS; and IL&FS shall sell and deliver the concerned Sale Securities to the Electing Shareholder simultaneous with such payment. The said five (5) Business Days period shall be extended by such period as may be required to obtain any regulatory approvals required for such purchase and payment;

- (e) if any Electing Shareholder fails to pay the entire consideration for the Sale Securities to be purchased by it, then, IL&FS will be entitled to sell and transfer the Sale Securities to such parties and for such consideration that it deems fit. At IL&FS' option, the defaulting Electing Shareholder will be liable to pay to IL&FS any deficiency in price caused to IL&FS as a result of non-payment by the defaulting Electing Shareholder and/or interest @ twenty four percent (24%) per annum on the defaulted amount for the period of default/delay;
- (f) if within such five (5) Business Days period, the Other Shareholders do not deliver an Acceptance Notice to IL&FS as mentioned above for purchasing all or a part of the Sale Securities then IL&FS will be entitled to sell and transfer the Sale Securities or the portion thereof which the Other Shareholder have not agreed to buy (as the case may be) to the party mentioned in the Offer Notice at a price which is not less than the price stated in the Offer Notice within a period of five (5) Days from the expiry of the five (5) Business Days Offer Notice period; and
- (g) if IL&FS does not sell the Sale Securities within such five (5) Business Days period then any sale by IL&FS of the said Sale Securities will again be subject to the provisions of this Article.

**RESOLVED FURTHER THAT** the approval of the members be and is hereby granted to adopt the Articles of Association (AoA) as placed before the meeting, initiated by the Chairman for the purpose of identification.

**RESOLVED FURTHER THAT** Board of Directors and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorised to file the necessary forms with the Registrar of Companies and to do all such necessary acts and take all such steps as

may be necessary, proper or expedient to give effect to the above resolution.”

**5. To approve re-appointment of Mr. Pradeep Kar (DIN 00129501) as Chairman and Managing Director and the remuneration thereof:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013, as approved and recommended by the Nomination and Remuneration Committee and the Board of Directors, the approval of the members be and is hereby provided for the re-appointment of Mr. Pradeep Kar (DIN 00129501) as the Chairman and Managing Director of the Company, and in respect of whom the Company has received a notice in writing from a member pursuant to Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director as Chairman and Managing Director of the Company with effect from April 1, 2025 till March 31, 2030 (who will be attaining the age of seventy years in March 2028), for a period of five years, on the terms and conditions as may be approved by the Nomination and Remuneration Committee / Board of Directors and amended from time to time thereof.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013, the consent of the members be and is hereby provided for the approval of the remuneration for financial year 2025-26 as provided in the explanatory statement attached to the notice.

**RESOLVED FURTHER THAT** the remuneration to Mr. Pradeep Kar for the financial year 2026-27 to financial year 2029-30 shall be as determined by the Board of Directors / Nomination and Remuneration Committee, based on individual and Company performance

and the remuneration for the financial year not exceeding 10% of net profits of the Company for that financial year.

**RESOLVED FURTHER THAT** where in any financial year during the tenure of Mr. Pradeep Kar, the Company has no profits or its profits are inadequate, the Company will pay remuneration as per Schedule V or as specified under the relevant provisions of Companies Act, 2013.

**RESOLVED FURTHER THAT** Board of Directors and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorised to file the necessary forms with the Registrar of Companies and to do all such necessary acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution.”

By the order of the Board of Directors,

For **Microland Limited**

Sd/-

**Pradeep Kar**

**Chairman and Managing Director**

DIN: 00129501

**Place:** Bengaluru

**Date:** May 16, 2025

### NOTES:

- A. An explanatory statement pursuant to section 102 (1) of the Companies Act, 2013 (hereinafter referred to as "Act") is annexed hereto as **Annexure- I.**
- B. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy so appointed need not be a Member of the Company. Proxies, in order to be effective, duly filled in proxy form must be received at the registered office of the Company not less than 48 hours before the meeting. A blank form of proxy is enclosed along with the notice of this meeting in **Annexure II.**
- C. Members/Proxies/Authorized Representatives of Members should bring the Attendance Slip duly filled in for attending the meeting. Members/Proxies/Authorized Representatives for Members holding Equity Shares in dematerialized form should also bring their Client ID and DP ID numbers for easy identification of attendance at the meeting. Enclosed herewith as **Annexure III.**
- D. Corporate Members intending to send their Authorized Representatives to attend the Annual General Meeting pursuant to Section 113 of the Companies Act, 2013, are requested to send a certified copy of the relevant Board Resolution together with their respective specimen signatures, authorizing the representative(s) to attend and vote on their behalf at the Annual General Meeting to: [investorrelations@microland.com](mailto:investorrelations@microland.com), prior to the meeting.
- E. The Members are required to notify the change in their address, e-mail address and mobile number, if any, to the Company/Depository Participants immediately.
- F. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, and the Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the Members at the Annual General Meeting.
- G. Members whose shareholding is in demat mode are requested to notify any change in address or bank account details to their respective depository participant(s) (DP).
- H. Members may note that the Board, at its meeting held on Friday, May 16, 2025, has recommended a final dividend of ₹. 1/- per equity share for the financial year ended March 31, 2025. The record date for the purpose of final dividend is Friday, August 08, 2025. The final dividend, once approved by the members in the ensuing AGM, will be paid on or before September 25, 2025 through various permitted modes. To avoid delay in receiving dividend, members are requested to update their KYC with their depositories (where shares are held in dematerialized mode) and with the Company's Registrar and Transfer Agent (RTA) (where shares are held in physical mode) to receive the dividend directly into their bank account on the payout date. Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividend paid or distributed by a company on or after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source (TDS) at the time of making the payment of dividend. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act.
- A. For resident shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:
1. Members having valid Permanent Account Number (PAN): 10% or as notified by the Government of India (GOI).
  2. Members not having PAN / valid PAN: 20% or as notified by the GOI.
- As per Section 139AA of the IT Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed to be invalid / inoperative and he shall be liable to all consequences under the IT Act and tax shall be deducted at the higher rates as prescribed under the IT Act.

However, no tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during financial year 2025-26 does not exceed ₹10,000, and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to resident individual shareholders aged 60 years or more), subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / Nil withholding of tax. Furnishing a valid PAN is mandatory for Members submitting Form 15G / 15H or any other documents to claim exemption/lower deduction. In the absence of valid documents within the prescribed timelines, tax shall be deducted at the applicable higher rates.

B. For non-resident shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the GOI on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA), read with Multilateral Instrument (MLI) between India and the country of tax residence of the shareholders, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the shareholders or details as prescribed under rule 37BC of the Income-tax Rules, 1962.
- Copy of the Tax Residency Certificate for financial year 2025-26 obtained from the revenue or tax authorities of the country of tax residence, duly attested by shareholders.
- Electronic Form 10F as per notification no. 03/2022 dated July 16, 2022 issued by the Central Board of Direct Tax [Notification can be read under notification-no-3-2022-systems.pdf ([incometaxindia.gov.in](https://www.incometaxindia.gov.in))]. Form 10F can be obtained electronically through the e-filing

portal of the income tax website at <https://www.incometax.gov.in/iec/foportal>

- Self-declaration by the shareholders of having no permanent establishment in India in accordance with the applicable tax treaty (Not applicable for individual share holders).
- Self-declaration of beneficial ownership by the non-resident shareholder (Not applicable for individual share holders).
- Any other documents as prescribed under the IT Act for lower withholding of taxes, if applicable, duly attested by the shareholders. It is advisable for non-resident shareholders to consult their tax advisors for appropriate guidance regarding eligibility and documentation under DTAA provisions.

In case of Foreign Institutional Investors (FII) / Foreign Portfolio Investors (FPI), tax will be deducted under Section 196D of the IT Act at the rate of 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents, if applicable.

- C. The aforementioned documents (as mentioned in point A and B above) are required to be shared with the Company / RTA via email at [csgexemptforms2526@in.mpms.mufig.com](mailto:csgexemptforms2526@in.mpms.mufig.com) or physical copies be sent to Unit Name: Microland Limited, MUFG INTIME INDIA PRIVATE LIMITED Address: C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083, Tel: +91 810 811 8484 on or before 5:00 PM IST on Thursday, August 14, 2025. The documents can also be uploaded on the link: <https://web.in.mpms.mufig.com/formsreg/submission-of-form-15g-15h.html> on or before 5:00 PM IST on Thursday, August 14, 2025. Any documents submitted after 5:00 PM IST on Thursday, August 14, 2025 will not be considered. We request you to kindly take note accordingly.
- D. TDS certificates in respect of tax deducted, if any, can be subsequently downloaded from the shareholder's portal. Shareholders can also check their tax credit in Form 26AS from the e-filing account at <https://www.incometax.gov.in/iec/foportal> or "View Your Tax Credit" on <https://www.tdscpc.gov.in>.

## Notice to Members

- E. Members are requested to address all correspondence, including dividend-related matters, to RTA at:

Unit Name: Microland Limited  
MUFG INTIME INDIA PRIVATE LIMITED  
Address: C-101, 247 Park, L.B.S. Marg  
Vikhroli (West), Mumbai 400 083  
Tel: +91 810 811 8484  
Email: [csg-unit@in.mpms.mufg.com](mailto:csg-unit@in.mpms.mufg.com)

- I. The route map for reaching the venue of the Thirty-Sixth Annual General Meeting is provided as **Annexure – IV**.

By the order of the Board of Directors,

For **Microland Limited**

Sd/-

**Pradeep Kar**

**Chairman and Managing Director**

DIN: 00129501

**Place:** Bengaluru

**Date:** May 16, 2025

**Annexure - I**

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

**ITEM NO. 4**

**To approve the alteration of Articles of Association (AoA) of the Company:**

The Articles of Association contained few restrictions on the transfer of shares held by IL&FS, who was an erstwhile investor of the Company. IL&FS has now ceased to be the shareholder of the Company. The restrictions imposed on the sale of ILFS holding in the Company are no longer applicable. Hence, the Articles of Association has to be amended for the deletion of the term IL&FS in Clause 2 (e) – Interpretation and deletion of Clause 5.7 of the Articles of Association.

**Deletion of the following Clause 2 (e):**

2(e) “**IL&FS**” means IL&FS Financial Services Limited, a company incorporated under the Companies Act, 1956;

**Deletion of the following Clause (Clause 5.7):**

5.7 Notwithstanding anything contained in these regulations:

- (a) if IL&FS proposes to sell and/or transfer any equity shares, warrants or other securities held by it in the Company (“**Securities**”), then, IL&FS shall first give a written notice (hereinafter referred to as “**Offer Notice**”) to the Existing Shareholders (hereinafter collectively referred to as the “**Other Shareholder(s)**”) at least five (5) Business Days prior to making of such proposed transfer/sale. The Offer Notice shall state the number of Securities proposed to be sold/ transferred (hereinafter referred to as the “**Sale Securities**”), the proposed price, the name and address of the proposed transferee/ purchaser and the other terms and conditions of the proposed sale;
- (b) IL&FS will not sell or transfer any of the Sale Securities until five (5) Business Days after the Offer Notice has been given to the Other Shareholder(s) unless the Other Shareholder(s) has/have either indicated in writing their intention to purchase the Sale Securities or have waived their right to do so prior to the expiry of this five (5) Business Days period;

- (c) in the event any of the Other Shareholder(s) desiring to purchase all or any of the Sale Securities (“**Electing Shareholders**”), within five (5) Business Days of the receipt of the Offer Notice (time being of the essence), it shall deliver to IL&FS a notice (hereinafter referred to as the “**Acceptance Notice**”) signed by it intimating IL&FS of its desire to purchase the quantity of Sale Securities mentioned in the Acceptance Notice from IL&FS at the price stated in the Offer Notice, failing which it shall be conclusively deemed that the Other Shareholder(s) has/ have declined the offer to purchase the Sale Securities /the balance Sale Securities (as the case may be);
- (d) the Electing Shareholder shall pay for the Sale Securities, which it has agreed to purchase within five (5) Business Days from the date of delivery of the Acceptance Notice to IL&FS; and IL&FS shall sell and deliver the concerned Sale Securities to the Electing Shareholder simultaneous with such payment. The said five (5) Business Days period shall be extended by such period as may be required to obtain any regulatory approvals required for such purchase and payment;
- (e) if any Electing Shareholder fails to pay the entire consideration for the Sale Securities to be purchased by it, then, IL&FS will be entitled to sell and transfer the Sale Securities to such parties and for such consideration that it deems fit. At IL&FS’ option, the defaulting Electing Shareholder will be liable to pay to IL&FS any deficiency in price caused to IL&FS as a result of non-payment by the defaulting Electing Shareholder and/or interest @ twenty four percent (24%) per annum on the defaulted amount for the period of default/delay;
- (f) if within such five (5) Business Days period, the Other Shareholders do not deliver an Acceptance Notice to IL&FS as mentioned above for purchasing all or a part of the Sale Securities then IL&FS will be entitled to sell and transfer the Sale Securities or the portion thereof which the Other Shareholder have not agreed to buy (as the case may be) to the party mentioned in the Offer Notice at a price which is not less than the price stated in the Offer Notice

as the Managing Director of the Company, if so reappointed.

In accordance with Section 196, 197 and other applicable provisions of the Companies Act, 2013 and the rules thereunder, the approval by a special resolution of the members of the Company is required for the re-appointment of Mr. Pradeep Kar as Chairman and Managing Director (Mr. Pradeep Kar will be attaining the age of seventy years in March 2028) and for the terms of remuneration to be paid to him as Chairman and Managing Director during the above tenure.

Mr. Pradeep Kar is a visionary and industry pioneer, who leveraged the power of networking and e-business technologies long before they were recognized as critical business enablers when he founded Microland in 1989. Mr. Pradeep Kar's contribution to Microland is immense and is strongly identified with the growth and the future of the Company. Mr. Pradeep Kar plays a key role in epitomizing and building Microland brand. The Board strongly believes that his re-appointment will serve the best interests of the Company and greatly enhance its future prospects.

The draft letter setting out the terms and conditions of remuneration shall be placed before the meeting and is available for inspection at the registered office of the Company between 10:00 AM to 3:00 PM, on all working days (except Saturdays, Sundays and Public Holidays), up to the date of the Annual General Meeting (AGM) and copies thereof shall also be made available at the AGM.

The Board recommends resolutions under Item No. 5 to be passed as a Special Resolution.

#### **Memorandum of concern or interest**

Except Mr. Pradeep Kar, and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice. None of the Directors and KMPs of the Company are inter-se related to each other.

Accordingly, the Board of Directors recommend the Special Resolution set out in Item No. 5 of the Notice of Annual General Meeting for the approval of the Members.

By the order of the Board of Directors,

For **Microland Limited**

Sd/-

**Pradeep Kar**

**Chairman and Managing Director**

DIN: 00129501

**Place:** Bengaluru

**Date:** May 16, 2025



**Additional details as per Secretarial Standard-2 are given below:**

1.	Brief Resume, Experience and Expertise	A visionary and industry pioneer, Mr. Pradeep Kar leveraged the power of networking and e-business technologies long before they were recognized as critical business enablers when he founded Microland in 1989. In the late 90's, Mr. Pradeep Kar redefined the infrastructure outsourcing industry by leveraging the remote service delivery model and established Microland as an infrastructure management specialist. Microland has since been recognized as a key player in the remote infrastructure management services space by top outsourcing industry analysts.
2.	Date of Birth & Age	March 11, 1958 and 67 Years
3.	Qualifications	Engineering Graduate and a Post Graduate Degree in Management.
4.	Date of first appointment on the Board	01/09/1989
5.	Shareholding in the Company as on 31st March 2025 (individual holding and joint holding as a first holder included)	8,84,31,142 shares of Re. 1/- each
6.	Disclosure of relationship between Directors Inter se, Manager and Key Managerial Personnel (KMP)	None
7.	Number of Board Meetings attended during the year (April 01, 2024 to March 31, 2025)	6 out of 6
8.	Names of other Companies in which the appointee also holds the Directorship	Microland Investments Private Limited
9.	Names of other Companies in which the appointee also holds Membership/Chairmanship of Committees of the Board	None
10.	Terms and Conditions of appointment and details of remuneration sought to be paid	Please refer to the explanatory statement and the resolution
11.	Remuneration last drawn (As on March 31, 2025)	Please refer to the annual return uploaded on the website of the Company at: <a href="http://www.microland.com">www.microland.com</a>

**Form No. MGT -11**

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U85110KA1989PLC014450

Name of the Company: **MICROLAND LIMITED**

Registered Office: 1B, Ecospace, Bellandur Outer Ring Road, Bengaluru – 560 103

Name of the member (s):

Registered address:

E-mail Id:

Folio No. / Client ID / DP ID:

I/We, being the Member(s) of .....shares of the above-named Company, hereby appoint:

1. Name: .....

Address: .....

.....

Email ID: .....

Signature ....., or failing him/her

2. Name: .....

Address: .....

.....

Email ID: .....

Signature .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Thirty-Sixth Annual General Meeting of Microland Limited, to be held on Friday, August 29, 2025 at 10:00 AM IST at the registered office of the Company situated at 1B, Ecospace, Bellandur Outer Ring Road, Bengaluru – 560103 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Ordinary Business:**

1. To receive, consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the financial year ended March 31, 2025, along with the Report of the Board of Directors and the Auditor's thereon.
2. To appoint a Director in place of Mr. Raja Gopalan (DIN 08879352), who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare a final dividend of Re.1/- per equity share for the financial year ended March 31, 2025.

**Special Business:**

- 4. To approve the alteration of Articles of Association (AoA) of the Company.
- 5. To approve re-appointment of Mr. Pradeep Kar (DIN 00129501), as Chairman and Managing Director and the remuneration thereof.

Signed this ..... day of ..... 2025.



Signature of Shareholder

Signature of Proxy holder(s)

**Notes:**

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- 2. Appointing a proxy does not prevent a Member from attending the meeting in person if he/she so wishes. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the Proxy will stand automatically revoked.
- 3. A Proxy need not be a Member of the Company.
- 4. A person can act as a Proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% 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 shareholder.

**ATTENDANCE SLIP**

**MICROLAND LIMITED**

**CIN: U85110KA1989PLC014450**

Registered Office: 1B, Ecospace, Bellandur Outer Ring Road, Bengaluru – 560 103

The Folio No. and Name(s) of the Member(s) is / are to be furnished below in block letters

Folio No	
No. of Shares held	
Client ID/DP ID	

Full Name(s) of Member / Joint Members

Sl. No.	Name of Members/ Joint Members

Full Name of the Proxy/ Authorised Representative if attending the meeting: .....

I/We hereby record my/our presence at the Thirty-Sixth Annual General Meeting of the Members of Microland Limited to be held on Friday, August 29, 2025 at 10:00 AM IST at the registered office of the Company situated at 1B, Ecospace, Bellandur Outer Ring Road, Bengaluru – 560103.

.....

Signature of the Member / Joint Members / Proxy attending the Meeting / Authorised Representative.

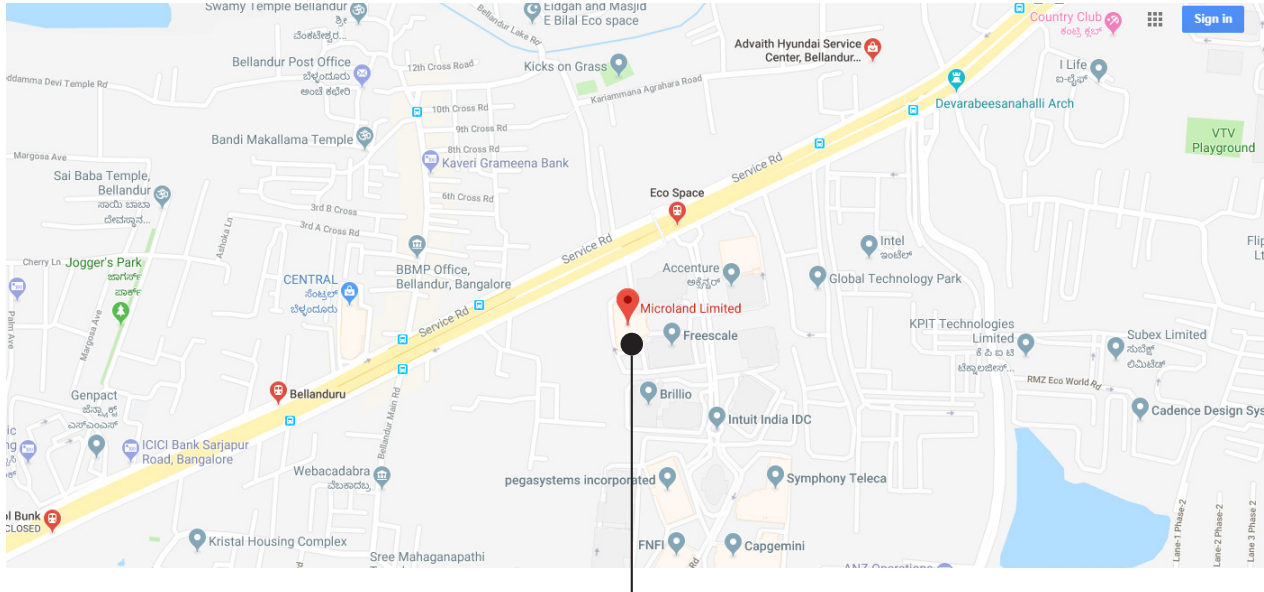
Please complete this attendance slip and hand it over at the entrance of the Meeting hall.

MICROLAND LIMITED

CIN: U85110KA1989PLC014450

Registered Office: 1B, Ecospace, Bellandur Outer Ring Road, Bengaluru – 560 103

Route Map:



MICROLAND office on Bellandur Outer Ring Road

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