Notice to the Members

NOTICE is hereby given pursuant to Section 96 and 101 of the Companies Act, 2013 (the Act) that the Fifteenth (15th) Annual General Meeting (AGM) of Service Care Limited (formerly known as Service Care Private Limited) will be held on **Friday, 25th September 2026 at 12:00 P.M (IST)** through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM') to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at 1st Floor, #653, 2nd Main Road, Domlur Layout, Bangalore 560 071.

ORDINARY BUSINESS

1. **ADOPTION OF THE AUDITED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026.**

To Consider and adopt the audited financial statement for the Financial Year ("FY") ended 31st March 2026, together with the reports of the Board of Directors and Auditors thereon and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT Audited Financial Statements of the Company for the Financial Year ended 31st March 2026, along with the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps to do all such acts, deeds, matters and things which may deem necessary in this behalf."

2. **TO RE-APPOINT A DIRECTOR IN PLACE OF MR. AMIT KUMAR RAKHECHA (DIN: 10052772), WHO RETIRES BY ROTATION & BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Mr. Amit Kumar Rakhecha (DIN:10052772) who is retiring on rotation in the Annual General Meeting, who offered himself to be available to be appointed as director, be and is hereby appointed as the Executive Director of the Company.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf."

3. TO RE-APPOINT STATUTORY AUDITORS OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Audit and Auditors) Rules, 2014, and other applicable rules made thereunder, as amended from time to time, M/s. S Bhat & Associates, Chartered Accountants (Firm Registration No. 014925S) who were appointed as the Statutory Auditors of the Company at the 10th Annual General Meeting held on 18th October 2021 and whose term of office expires at the conclusion of this Annual General Meeting, be and are hereby re-appointed as the Statutory Auditors of the Company, for a second term of Five (05) years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 20th Annual General Meeting of the Company, on such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors.

RESOLVED FURTHER THAT necessary approvals have been granted by the Audit committee and the Board of Directors of the Company. The Board via Audit Committee thereof be and is hereby authorised to determine and finalise the remuneration of the Statutory Auditors, as may be mutually agreed between the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution."

SPECIAL BUSINESS

4. TO RATIFY THE REMUNERATION TO MANAGING DIRECTOR FOR THE YEAR 2025-26

To consider the ratification of the remuneration paid to Managing Director for the year 2025-26, and if thought fit, pass the following resolution as Special Resolution:

"RESOLVED THAT, the remuneration paid to Managing Director Mrs. Shany Jalal being Rs. 28.61 lakhs, which is in excess of 5% of the profit of the company and be and hereby ratified and approved by the shareholders under section 197 read with schedule V of the Companies Act, 2013 and applicable rules made there under.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf."

5. TO APPROVE REMUNERATION PAYABLE TO SHANY JALAL, MANAGING DIRECTOR OF THE COMPANY

To consider the approval of managerial remuneration paid and to be paid to Managing Director, and if thought fit, pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to Sections 196, 197 and 198 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Schedule V to the Companies Act, 2013, the consent of the Members be and is hereby accorded to approve the managerial remuneration payable to Ms. Shany Jalal (DIN: 03488342) Managing Director of the Company, who was appointed at the Extraordinary-General Meeting held on 20th April, 2023 at a remuneration of up to INR 50,00,000/- per annum (Rupees Fifty Lakhs Only), comprising salary, dearness allowances, perquisites and other monthly allowances, with liberty to the Board of Directors to alter and vary the terms and conditions of such remuneration including increment from time to time notwithstanding that such remuneration may exceed 5% of the net profits of the Company in any financial year as computed under Section 198 of the Act, during the remaining tenure of her office."

RESOLVED FURTHER THAT following shall not be included in the aforesaid limits of remuneration:

(i) Contribution to Provident Fund and Superannuation Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
(ii) Gratuity payable at the rate not exceeding half months' salary for each completed year of service;
(iii) Encashment of un-availed leaves as per Rules of the Company.

RESOLVED FURTHER THAT the total managerial remuneration payable to all executive director(s) of the Company shall not exceed 10% of the net profits of the Company and the overall managerial remuneration payable to all directors shall not exceed 11% of the net profits of the Company, except with the approval of shareholders by way of Special Resolution, as prescribed under Section 197 of the Companies Act, 2013 read with applicable rules made thereunder.

RESOLVED FURTHER THAT all other terms and conditions of her appointment as Managing Director/Whole Time Director of the Company, as approved by the resolution passed at the EGM of the Company held on 20th April 2023, shall remain unchanged.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. TO APPROVE REMUNERATION TO MR. ANIL KUMAR MURALEEDHARAN, EXECUTIVE DIRECTOR OF THE COMPANY

To consider the approval of managerial remuneration paid and to be paid to the Executive Director, and if thought fit, pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to Sections 196, 197 and 198 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Schedule V to the Companies Act, 2013 the consent of the Members be and is hereby accorded to approve managerial remuneration payable to

Mr. Anil Kumar Muraleedharan, (DIN- 03488320) Executive Director up to Rs. 30,00,000/-p.a (Rupees Thirty Lakhs only) comprising salary, dearness allowances, perquisites and other monthly allowances, with liberty to the Board of Directors to alter and vary the terms and conditions of such remuneration including increment from time to time notwithstanding that such remuneration may exceed 5% of the net profits of the Company in any financial year as computed under Section 198 of the Act, during the remaining tenure of his office."

RESOLVED FURTHER THAT following shall not be included in the aforesaid limits of remuneration:

(i) Contribution to Provident Fund and Superannuation Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
(ii) Gratuity payable at the rate not exceeding half months' salary for each completed year of service;
(iii) Encashment of un-availed leaves as per Rules of the Company.

RESOLVED FURTHER THAT the total managerial remuneration payable to all executive director(s) of the Company shall not exceed 10% of the net profits of the Company and the overall managerial remuneration payable to all directors shall not exceed 11% of the net profits of the Company, except with the approval of shareholders by way of Special Resolution, as prescribed under Section 197 of the Companies Act, 2013 read with applicable rules made thereunder.

FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. TO APPROVE REMUNERATION TO MR. AMIT KUMAR RAKHECHA, EXECUTIVE DIRECTOR AND CFO OF THE COMPANY

To consider the approval of managerial remuneration paid and to be paid to the Executive Director, and if thought fit, pass the following resolution as Special Resolution:

"RESOLVED THAT pursuant to Sections 196, 197 and 198 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Schedule V to the Companies Act, 2013, the consent of the Members be and is hereby accorded to approve of managerial remuneration payable to Mr. Amit Kumar Rakhecha, (DIN- 10052772) Executive Director and CFO upto Rs. 10,00,000/-p.a (Rupees Ten Lakhs only) comprising salary, dearness allowances, perquisites and other monthly allowances, with liberty to the Board of Directors to alter and vary the terms and conditions of such remuneration including increment from time to time notwithstanding that such remuneration may exceed 5% of the net profits of the Company in any financial year as computed under Section 198 of the Act, during the remaining tenure of his office."

RESOLVED FURTHER THAT following shall not be included in the aforesaid limits of remuneration:

(i) Contribution to Provident Fund and Superannuation Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
(ii) Gratuity payable at the rate not exceeding half months' salary for each completed year of service;
(iii) Encashment of un-availed leaves as per Rules of the Company.

RESOLVED FURTHER THAT the total managerial remuneration payable to all executive director(s) of the Company shall not exceed 10% of the net profits of the Company and the overall managerial remuneration payable to all directors shall not exceed 11% of the net profits of the Company, except with the approval of shareholders by way of Special Resolution, as prescribed under Section 197 of the Companies Act, 2013 read with applicable rules made thereunder.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board of Directors,
For **Service Care Limited**

SHANY JALAL
Managing Director
(DIN: 03488342)

Date: 02 September 2026
Place: Bangalore

Notes:

1. The general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, and Circular No. 20/2020 dated May 05, 2020 and any such circular issued thereafter. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, and May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial

Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

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

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at https://servicecare.in/annual-general-meeting/ .The Notice can also be accessed from the website of the Stock Exchange i.e. and National Stock Exchange of India Limited at www.nseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020, Circular No. 10/2022 dated 28.12.2022, Circular No. 09/2023 dated 25.09.2023 and Circular No. 09/2024 dated 19.09.2024.

8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022, General Circular No. 09/2023 dated 25.09.2023 and General Circular No. 09/2024 dated 19.09.2024 and after due examination, it has been decided to allow companies to conduct their AGMs through VC or OAVM, till further orders, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on **Tuesday 22nd September 2026, at 9:00 AM IST** and ends on **Thursday, 24th September 2026, at 5:00 PM IST**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 18th September 2026**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

STEP 1

Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is 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 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** & you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-

through their **Depository Participants (DP)**	Voting facility. After Successful 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 abovementioned website.

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

Login type	Helpdesk details
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
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.

5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login & password. The Compliance User would be able to link the account(s) for which they wish to vote.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@servicecare.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

OTHER INSTRUCTIONS:

a. Mr. Abhijit Dakhawe, Practicing Company Secretary, has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the remote e-voting process and casting vote through the e-voting system during the meeting in a fair and transparent manner.

b. During the AGM, the Chairman shall, after response to the questions raised by the Members in advance, formally propose to the Members participating through VC/OAVM facility to vote on the resolutions as set out in the Notice of the 15th AGM and announce the start of the casting of vote through the e-Voting system.

   After the Members participating through VC/OAVM facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be disabled by CDSL for voting after 15 minutes of conclusion of meeting.

c. The Scrutinizer shall after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

d. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to NSE Limited, Mumbai. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed at the date of AGM.

By order of the Board of Directors,
For **Service Care Limited**

SHANY JALAL
Managing Director
(DIN: 03488342)

Date: 02 September 2026
Place: Bangalore

EXPLANATORY STATEMENT IN RESPECT OF THE ORDINARY AND SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT")

ORDINARY BUSINSSES

Agenda No 02

TO RE-APPOINT A DIRECTOR IN PLACE OF MR. AMIT KUMAR RAKHECHA (DIN: 10052772), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Mr. Amit Kumar Rakhecha, being the executive director of the company, is retiring from the post of directorship on rotation on the ensuring AGM. He, being eligible and available to be reappointed, has offered himself for reappointment. Details of Directors whose re-appointment is proposed at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	Amit Kumar Rakhecha
Director Identification Number (DIN)	10052772
Date of Birth	21 August 1978
Date of first Appointment	27/04/2023
Qualification	MBA (PGD) in Finance and Marketing
Relationships between directors inter-se	Partner of a firm - Prosol IT, in which another director, Mr. Anil Kumar Muraleedharan is also a partner.
Expertise in specific functional Areas	Overseeing financial strategy, regulatory compliance, risk management, investor relations, and capital allocation. Also ensuring strong financial governance while supporting the company's long-term growth objectives.
List of other Public Companies in which Directorship	Nil
Chairmanship/Membership of the Committees of Board (includes only Audit Committee & Stakeholders Relationship Committee) of other Indian Public Companies	Nil
Attendance at the Board Meeting in the Financial Year 2025-2026	Meetings Conducted during the year: 06 Meetings attended during the year: 06
Details of remuneration	Up to INR 10 Lakhs (As approved by NRC & Board)
No. of Shares held in the Company as on 31 August 2026 (date of BM)	18,64,400

SPECIAL BUSINESS:

Agenda No.04 to 07
RATIFICATION OF REMUNERATION TO MANAGING DIRECTOR FOR THE YEAR 2025-26 AND APPROVAL OF REMUNERATION TO MANAGING DIRECTOR AND EXECUTIVE DIRECTORS OF THE COMPANY

A. In terms of the provisions of Section 197(1) of the Companies Act, 2013, the total managerial remuneration payable by a public company to its directors, including managing director and whole-time director(s), in respect of any financial year shall not exceed Ten percent (10%) of the net profits, and individually shall not exceed 5% of the Net profits of that company computed as per Section 198, except with the approval of the shareholders by way of a Special Resolution.

The remuneration paid to Mrs. Shany Jalal, Managing Director, for the financial year 2025–26 exceeds the above-mentioned limit of 5% of the net profits of the Company as calculated under the provisions of the Act. Accordingly, the Board of Directors recommends that the shareholders ratify the remuneration paid to them for the financial year 2025–26 by passing a Special Resolution as required under the provisions of Section 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V.

The Board is of the opinion that the remuneration paid/payable was fair, reasonable and commensurate with the duties and responsibilities entrusted to the Managing Director and Executive Director, considering the industry benchmarks and financial position of the Company.

The General information as mentioned in item (iv) of third proviso of Section II of Part II of Schedule V to the Companies Act, 2013 of Companies Act 2013 is given below.

Sr. No	Particulars	Directors
I	**General Information**	
1	Nature of Industry	Operating in the business services industry, specialising in integrated facility management, workforce management, and workspace support solutions. The Company provides a wide range of services including housekeeping, sanitation, maintenance, front-office operations, and trained manpower deployment across diverse sectors.
2	Date or expected date of commencement of commercial production	Date of Incorporation: 13/05/2011
3	In case of new companies, expected date of the commencement of activities as per project approved by financial institutions appearing in the prospectus.	NA
4	Financial performance based on given indicators	In FY 2025-26, the turnover of the company was INR 196 Crore & profit was INR 5.02 Crore after tax.
5	Foreign Investments or collaborations, if any	NA

II	Information about the Director	Shany Jalal	Anil Kumar Muraleedharan	Amit Kumar Rakhecha
1	Background Details			
2	Past remuneration (FY25-26)	28.61 Lakhs	15.96 Lakhs	NA
3	Job Profile & Suitability	Managing director of the company, responsible for smooth running of the operations of the company and overlooking all day-to-day business of the company	Executive Director of the company. Given his expertise, he is responsible for the day-to-day operations of the company as well as the marketing and other divisions of the company	Executive Director and Chief Financial officer of the company. Given his expertise, he is responsible for the financial operations of the company
4	Remuneration Proposed	As stated in Item No.5 of this Notice.	As stated in Item No.6 of this Notice	As stated in Item No.7 of this Notice
5	Comparative remuneration profile with respect to the industry, size of the company, profile and person	The remuneration drawn by directors is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.		
6	Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any	Promoter of the company	Promoter of the company & Spouse of the Managing Director	Promoter of the company
III	**Other Information**			
1	Reasons of loss or inadequate profits			NA
2	Steps taken or proposed to be taken for improvement			NA
3	Expected increase in the productivity and profits in measurable terms			NA

B. The Board of Directors, at its meeting held on 29th May 2026, on the recommendation of the Nomination and Remuneration Committee, approved the remuneration payable to the Managing Director, Mrs. Shany Jalal, and Executive Directors, Mr. Anil Kumar Muraleedharan and Mr. Amit Kumar Rakhecha, subject to the approval of the shareholders at the ensuing Annual General Meeting.

The terms of remuneration are in accordance with the provisions of Sections 196, 197 and Schedule V of the Companies Act, 2013 and rules made thereunder. The Board is of the view that the remuneration proposed is commensurate with the responsibilities entrusted to them and is in line with industry standards and the Company's scale of operations.

The key details of the remuneration structure (including fixed and variable components) are set out in the resolution. The Board recommends the resolution for approval of the members.

Mr. Shany Jalal, Mr. Anil Kumar Muraleedharan and Mr. Amit Kumar Rakhecha in their capacity as Directors of the Company are directly concerned or interested, financially or otherwise, in the resolutions related to their respective remunerations as set out in this Notice.

By order of the Board of Directors,
For **Service Care Limited**

SHANY JALAL
Managing Director
(DIN: 03488342)

Date: 02 September 2026
Place: Bangalore