

September 02, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051
(Symbol: IWARE)

Dear Sir/Madam,

SUBJECT: CONVENING THE EIGHTH ANNUAL GENERAL MEETING (“AGM”) OF THE COMPANY

Pursuant to Regulation 30 read with Part-A of Schedule-III of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Notice of the Eighth AGM of the Company scheduled to be held on Friday, 26th day of September, 2025 at 12:30 P.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

Further to inform that the Company has fixed 19th September, 2025 as the “Cut-off date” for the purpose of remote e-voting, for ascertaining the eligibility of the Shareholders to cast their votes electronically in respect of the businesses to be transacted at the AGM.

The remote e-Voting facility would be available during the following period:

Commencement of remote e-Voting	Tuesday, 23 rd September, 2025
Conclusion of remote e-Voting	Thursday, 25 th September, 2025

We request you to take note of the above.

Yours faithfully,

For, IWARE SUPPLYCHAIN SERVICES LIMITED

KRISHNAKUMAR
JAGDISHPRASAD
TANWAR

Digitally signed by
KRISHNAKUMAR
JAGDISHPRASAD TANWAR
Date: 2025.09.02 13:08:58
+05'30'

(Krishnakumar Jagadishprasad Tanwar)
Managing Director
DIN: 03494825

Encl: AGM Notice

NOTICE

Notice is hereby given that the Eighth Annual General Meeting of the members of **M/s. iWare Supplychain Services Limited (formerly known as iWare Supplychain Services Private Limited)** will be held on the Friday, 26th day of September, 2025 at 12.30 P.M through Video Conferencing/ Other Audio-Visual Means [VC/OAVM] facility at the Deemed Venue i.e. at the Registered Office of the company at 7th Floor, 707, Iscon Elegance, Nr. Jain Temple, Prahaladnagar Cross Road, S.G. Highway, Ahmedabad- 380051, Gujarat, India to transact the following business:

ORDINARY BUSINESS:

Item No. 1: To receive, consider and adopt the Audited Financial Statements for the financial year 2024-25 ended 31st March, 2025 along-with the Reports of the Board of Directors and the Auditors thereon.

To consider and if through fit to pass with or without modifications the following resolution as ordinary resolution.

"RESOLVED THAT the audited financial statements of the company for the financial year 2024-25 ended 31st March, 2025 along-with the Reports of the Board of Directors and the Auditors thereon laid before this meeting be and are hereby received, considered and adopted."

Item No. 2: To reappoint Mrs. Divya Vikas Tanwar, Non-Executive Director who retires by rotation and being eligible offers herself for re-appointment.

To consider and if through fit to pass with or without modifications the following resolution as ordinary resolution.

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and the Articles of Association of the company, Mrs. Divya Vikas Tanwar, [DIN: 10628653] as Non-Executive Director, who retires by rotation at this meeting and being eligible, has offered herself for reappointment, be and is hereby re-appointed as Non-Executive Director of the company, who will be liable to retire by rotation."

SPECIAL BUSINESS:

Item No. 3: Appointment of Secretarial Auditors for a period of Five Years from FY 2025-26 to FY 2029-30

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the SEBI (LODR) (Third Amendment) Regulations, 2024, and other applicable

provisions, if any (including any statutory modification(s) or re-enactment thereof, for the time being in force), and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of M/s. Jigar Trivedi & Co., Practicing Company Secretary, having Peer Review Certificate No. 2278/2022 issued by the Institute of Company Secretaries of India, as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years commencing from FY 2025-26 up to and including FY 2029-30 at such remuneration and on such terms and conditions as may be mutually agreed between the Board of Directors [including its Committees thereof] and the Secretarial Auditors every financial year.

RESOLVED FURTHER THAT Mr. Jigar Trivedi (ACS 46488, CP No. 18483), Proprietor of M/s. Jigar Trivedi & Co., be and is hereby authorized to undertake the Secretarial Audit and issue the Secretarial Audit Report in Form MR-3 for each of the said financial years, to be annexed to the respective Board's Report.

RESOLVED FURTHER THAT the board of directors (including any Committee thereof) or any Key Managerial Personnel of the Company be and is hereby authorized to take all necessary steps, including filing of requisite forms and documents with the Registrar of Companies and other regulatory authorities, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

Item No. 4: Authority to the Board of Directors to enter into contracts / arrangements / transactions with Related Parties under Section 188 of the Companies Act, 2013

The members are requested to consider and pass with or without modifications, the following resolutions as **Special resolutions**.

"RESOLVED THAT pursuant to the provisions of Section 2(76), Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), as amended, the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, the recommendations of the Audit Committee, and resolutions passed by the Board of Directors, and subject to such approvals, consents, permissions and sanctions of the appropriate authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded to continue and/or enter into contracts, arrangements and/or transactions with related parties, as set out in the Explanatory Statement annexed to the Notice, for an aggregate value not exceeding ₹500,00,00,000/- (Rupees Five Hundred Crore only) per financial year."

RESOLVED FURTHER THAT the approval of the Members accorded at the Extra-Ordinary General Meeting of the Company held on 29th November, 2024, shall continue to remain valid and in force, except that in addition to the related parties already approved therein, the following entities shall also be included as Related Parties for the purposes of entering into transactions under Section 188 of the Act and Regulation 23 of SEBI LODR:

1. VEDI Devi Foundation – in which Mr. Krishna Kumar Jagadishprasad Tanwar, Director & Promoter of the Company, is a Director.

2. Gandhidham Buildspace Private Limited – in which Mr. Krishna Kumar Jagadishprasad Tanwar, Director & Promoter of the Company, is a Director.

RESOLVED FURTHER THAT the Board of Directors shall ensure that all transactions entered into with the above-mentioned parties are carried out on an arm's length basis, in the ordinary course of business, on terms and conditio

ns as specified in the Explanatory Statement, and in the best interest of the Company.

RESOLVED FURTHER THAT the Board of Directors and/or the Chief Executive Officer of the Company be and are hereby severally authorized to take such steps as may be required for obtaining all necessary statutory, contractual or regulatory approvals in this regard, and to execute all deeds, applications, documents and writings as may be required, and generally to do all acts, deeds and things as may be necessary, expedient or incidental to give effect to this resolution.”

By order of the Board of Directors

Sd/-

Alka Kumari

Company Secretary and Compliance Officer

[ACS No.: 31249]

Date: 29th August, 2025

Place: Ahmedabad

Registered Office

7th Floor, 707, Iskon Elegance, Nr. Jain Temple,

Prahaladnagar Cross Road, S.G. Highway,

Ahmedabad- 380051, Gujarat, India

Notes:

[1] Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM. The deemed venue for the AGM will be the Registered Office of the Company – 7th Floor, 707, Iscon Elegance, Nr. Jain Temple, Prahaladnagar Cross Road, S.G. Highway, Ahmedabad- 380051, Gujarat, India.

[2] As per the provisions of Clause 3. A. II. of the General Circular No. 20/2020 dated May 05, 2020, the Special Business as appearing in Item No. 3 and 4, of the Notice, is considered to be unavoidable by the Board of Directors and hence, forming part of this Notice.

[3] The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No. 3 and 4, of the Notice is annexed hereto. The relevant details, pursuant to Regulation 36[3] of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, as amended [the SEBI Listing Regulations], in respect of the Director seeking reappointment at this AGM is annexed.

[4] Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

[5] 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 for 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.

[6] 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.

[7] 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time 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 National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

[8] 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://iware.co.in/investor/>. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

[9] AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

[10] KFin Technologies Limited, Selenium Tower B, Plot No.31-32 Gachibowli, Financial District, Nanakramguda, Serilingampally Hyderabad 500 032, Telangana, India are the Registrar and Share Transfer Agents [RTA] of the company. Members can contact RTA on email einward.ris@kfintech.com or the company on email compliance.officer@iware.co.in for further information or clarifications.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Tuesday, 23rd September, 2025 at 9:00 A.M. and ends on Thursdays, 25th September, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, 19th September, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 19th September, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for 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.	- 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 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. - 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 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 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    
Individual Shareholders holding securities in	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

demat mode with CDSL	www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - 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. - 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. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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) 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. upon logging in, you will be able to see e-Voting option. 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 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.

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. NSDL and CDSL.

Login type	Helpdesk details
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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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL,	8 Character DP ID followed by 8 Digit Client ID

	For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csjigartrivedi@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 compliance.officer@iware.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance.officer@iware.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility 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 in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. 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 to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance.officer@iware.co.in. The same will be replied by the company suitably.
6. Members who wish to speak at the AGM are requested to register themselves as 'Speakers' by sending their request along with their name, DP ID/Client ID/Folio No., email ID, and contact number to the Company at compliance.officer@iware.co.in at least 7 days before the date of the AGM. The Company reserves the right to restrict the number of speakers at the AGM, depending on the availability of time, and will arrange the speaking slots on a first-come-first-served basis. Only those members who are registered as Speakers will be allowed to express their views/ask questions during the Meeting.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://iware.co.in/investor/> within three days of the passing of the Resolutions at the Annual General Meeting of the Company and shall also be communicated to the Stock Exchange where the shares of the Company are listed.

By the Order of the Board of Directors

Sd/-

Alka Kumari

Company Secretary and Compliance Officer

[ACS No. 31249]

Date: 29th August, 2025

Place: Ahmedabad

Registered Office

7th Floor, 707, Iscon Elegance, Nr. Jain Temple,
Pralhadnagar Cross Road, S.G. Highway,
Ahmedabad- 380051, Gujarat, India

Annexure to Notice

Statement under Secretarial Standard 2 on General Meetings [the SS-2] issued by the Institute of Company Secretaries of India and the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, as amended, for the Item No.2 Ordinary Business

Item No.2: To reappoint Mrs. Divya Vikas Tanwar, Non-Executive Director who retires by rotation and being eligible offers herself for re-appointment.

Information of Mrs. Divya Vikas Tanwar retiring by rotation but seeking re-election

Name	Divya Vikas Tanwar
Director Identification Number	10628653
Date of Birth and Age	25.08.1994, 31 years
Status	Non-Executive Director
Date of first appointment and reappointment etc.	Mrs. Tanwar was appointed as Non-Executive Director retiring by rotation by the members of the company at the Annual General Meeting held on 23rd September, 2024.
Qualifications	Mrs. Divya Vikas Tanwar is graduate and holds a degree in Bachelor of Commerce (M. Com) from Maharaja Ganaga Singh University, Bikaner Rajasthan passed in the Year 2017.
Experience in specific professional areas	Mrs. Divya Vikas Tanwar, is appointed as Non-Executive Directors of the company at the Annual General Meeting held on 23rd September, 2024.

Number of equity shares held in the company	Nil
Number of equity shares held in other companies	Nil
List of other companies in which directorships held	Nil
List of companies in which directorships were held during last 3 Years	Nil
Chairman/Member of the Committees of Board in other companies	Nil
Chairman/Member of the Committees of Board of the company	[1] Corporate Social Responsibility [CSR] Committee [2] Nomination and Remuneration Committee [3] Management Committee
Relationships between Directors inter se	Daughter-in-law of Krishnakumar Jagdishprasad Tanwar (Managing Director)
[a] Meetings of the Board of Directors and the Committees held during the Financial Year 2024-25 ended 31/03/2025 and attended by Mrs Divya tanwar [b] Meetings of the members of the company held during the year ended 31/03/2025 and attended by Mr. Betai	Mrs Divya Tanwar, was appointed as Non- Executive Director of the company of the company on 23.09.2024. [a] [i] 7 Meetings of the Board of Directors Meetings were held and 6 Meetings were attended by Mrs. Divya Tanwar. [iii] 1 Meetings of the Nomination and Remuneration Committee were held and all Meetings were attended by Mrs Divya Tanwar. [b] During the FY 2024-25, after her appointment, 4 Extra Ordinary General Meeting held and all the 4 were attended by Mrs. Tanwar. The EGM held on 25th

	September, 2024, 15 th October, 2025, 29 th November, 2025, and 11 th December, 2025.
Details of remuneration sought to be paid	Sitting fees for attending Board Meetings and Committee Meetings, where he is a Member.

Mrs. Divya Vikas Tanwar is not disqualified for reappointment under Section 164 and Section 165 of the Companies Act, 2013. Mrs. Divya Tanwar has signified his consented for reappointment as Non-Executive Director liable to retire by rotation as per his letter dated 25th August, 2025.

Annexure to Notice

The statement stating out the material facts pursuant to Section 102 of the Companies Act, 2013 and the information required as per Regulation 36 [3] of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 [the SEBI LODR], as amended and Secretarial Standard 2 on the General Meeting issued by the Institute of Company Secretaries of India

Item No.3: Appointment of Secretarial Auditors for a period of Five Years from FY 2025-26 to FY 2029-30

The provisions of Section 204 of the Companies Act, 2013, read with applicable rules, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandate every listed company to annex with its Board's Report, a Secretarial Audit Report issued by a Company Secretary in Practice.

Following the listing of the Company's equity shares on NSE EMERGE platform on 6th May, 2025, the Company is required to comply with these statutory provisions from the financial year 2025-26 onwards.

Further, Pursuant to the recent SEBI Notification No. SEBI/LAD-NRO/GN/2024/218, the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, have revised Regulation 24A to prescribe detailed norms regarding the appointment, re-appointment, and removal of Secretarial Auditors. These norms are applicable to all listed entities with effect from 31st December, 2024.

Key amendments under Regulation 24A include:

- Mandatory Secretarial Audit for every listed entity and its material unlisted Indian subsidiaries.
- Requirement to appoint only a Peer Reviewed Company Secretary or a firm of Company Secretaries with a valid peer review certificate.
- Restriction on tenure: An individual secretarial auditor may be appointed for one term of five consecutive years, while a firm may serve for up to two such terms.

Following the listing of the equity shares of the Company on NSE EMERGE on 6th May, 2025, the Company is required to comply with the revised regulatory framework from FY 2025-26 onwards.

Accordingly, based on the recommendation of the Nomination and Remuneration Committee and after evaluation of the credentials and experience of Mr. Jigar Trivedi (ACS 46488, CP No. 18483), Proprietor of M/s. Jigar Trivedi & Co., who holds a valid Peer Review Certificate No. 2278/2022, on the basis of recommendations of the Audit Committee and the Board of Directors, at its meeting held on 29th August, 2025 approved the appointment of M/s. Jigar Trivedi & Co. as the Secretarial Auditor of the Company for a term of five (5) financial years, i.e., from FY 2025-26 to FY 2029-30

Mr. Jigar Trivedi possesses over 8 years of experience in corporate law, secretarial compliance, and governance matters and is considered competent to undertake the Secretarial Audit as per statutory requirements. The remuneration for the said services shall be fixed as per quotation approved by the Management and as mutually agreed.

The Board recommends the passing of the resolution set out at Item No. 3 of the accompanying Notice as an Ordinary Resolution.

The remuneration for carrying out the Secretarial Audit and related services shall be as per the quotation approved by the Management and on such terms as may be mutually agreed between the Company and the Secretarial Auditor. The Board (including Nomination and Remuneration Committee thereof) or any Key Managerial Personnel of the Company shall be authorized to take all necessary actions, including filing of requisite forms and documents with the Registrar of Companies and other regulatory authorities, to give effect to this appointment.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution.

Item No.4: Approval of transactions with related party

The Company, in the ordinary course of its business, enters into various transactions including sale/purchase/supply of goods or materials, leasing of property, availing/rendering of services, appointment of agents, office or place of profit, etc. with its group entities, promoters and relatives, which fall within the ambit of related party transactions under Section 188 of the Companies Act, 2013.

The Board of Directors of the Company at its meeting held on 29th August, 2025 considered and approved, subject to the approval of the shareholders, entering into related party transactions with certain entities, details of which are provided herein below.

The Members may note that the shareholders of the Company had earlier approved, by way of a Special Resolution passed at the Extra-Ordinary General Meeting held on 29th November, 2024, the related party transactions with certain entities up to an overall limit of ₹500 Crore per annum.

The present resolution is being placed before the Members to include two additional related parties, namely:

1. Vedi Devi Foundation – in which Mr. Krishna Kumar Jagadishprasad Tanwar, Director & Promoter of the Company, is a Director.
2. Gandhidham Buildspace Private Limited – in which Mr. Krishna Kumar Jagadishprasad Tanwar, Director & Promoter of the Company, is a Director.

The overall limit of ₹500 Crore per annum shall remain unchanged.

Information as required under Section 102 of the Companies Act, 2013, Regulation 36(3) of SEBI LODR, and SS-2

1. Name of Related Parties: As detailed in the table below (including additional entities).
2. Name of Directors/KMP who are related: As detailed.
3. Nature of Relationship: As detailed.
4. Nature, material terms, monetary value, and particulars of the contract/arrangements/transactions: Transactions relating to sale, purchase or supply of goods or materials; selling or otherwise disposing of, or buying, leasing of property of any kind; availing or rendering of any services; appointment of agent for purchase or sale of goods, materials, services or property; appointment to any office or place of profit in the Company, its subsidiary or associate Company; and underwriting the subscription of any securities or derivatives thereof, up to a maximum amount of ₹500 Crore per annum.
5. Duration of these transactions: Ongoing, in the ordinary course of business and at arm's length basis, subject to annual limits approved by the Members.
6. Any other information relevant or important for Members to take a decision: None.

Nature of Transaction as per Section 188 of the Companies Act, 2013	Name of the Related Party	Name of Director or KMP who is related, if any	Nature of Relationship	Monetary value (Rs. In Actual)
sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any	Inter India Roadways Private Limited	Krishna kumar Jagdishprasad Tanwar, Rajnish kumar Gautam	Common Management and Directorship	Upto 500,00,00,000
	AKT Logistics LLP	The partner Ankit Tanwar is the son of the promoter	The partner of the company is the son of Krishnakumar Jagdishprasad Tanwar	
	Edisafe Logistics Private Limited	Krishna kumar Jagdishprasad Tanwar, Rajnish kumar Gautam	Common Management and Directorship	
	Active Cargo Carriers	-	The partner of the company is the son of Krishnakumar Tanwar	

goods, materials or property or availing or rendering of any services; appointment to any office or place of profit in the company, its subsidiary company or associate company; underwriting the subscription of any securities or derivatives thereof, of the comp	KrishnakumarJagdishprasadTanwar	Father of Twinkle Tanwar (KMP) and Father-in-law of Divya Vikas Tanwar (Non-Executive Director)	Promoter & Director
	Rajnish kumar Gautam	NA	Promoter & Director
	Kanta Krishna kumarTanwar	Mother of Twinkle Tanwar (KMP) and wife of KrishnakumarJagdishprasadTanwar	Wife of Promoter
	-	Krishna Kumar Tanwar is father of Ms. Twinkle Tanwar	Ms. Twinkle Tanwar (CEO)
	Vedi Devi Foundation	Krishna Kumar Tanwar is director	
	Gandhidham Buildspace Private Limited	Krishna Kumar Tanwar is director	
	-	-	Chief Financial Officer
	-	-	Company Secretary

Board's Recommendation:

The Board recommends the passing of the Special Resolution as set out in Item No. 4 of this Notice, in the interest of the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Mr. Krishna Kumar Tanwar, Mr. Rajnish Gautam and Ms. Twinkle Tanwar are concerned or interested, financially or otherwise, in the resolution.