NOTICE OF 32ND ANNUAL GENERAL MEETING

NOTICE is here by given that 32nd Annual General Meeting of **ALFAVISION OVERSEAS (INDIA) LIMITED** will be held on **Wednesday, 30th Day of September, 2026 at 04:00 P.M.**, at, 1-A Press Complex, A.B. Road, Indore, Madhya Pradesh, India 452001 shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting are made thereat to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Standalone Audited Financial Statements containing the Balance Sheet as at 31st March 2026, the Statement of Profit & Loss, Cash Flow, Changes in Equity and notes thereto of the company for the financial year ended 31st March 2026 and the Report of the Board's and Auditors thereon.

2. To appoint a Director in place of **Mr. Vishnu Prasad Goyal** (DIN: 00306034), who retires by rotation and being eligible offers himself reappointment.

3. To re-appoint M/s. S.N. Gadiya& Co., Chartered Accountants (Firm Registration No. 002052C), as the Statutory Auditors of the Company for a further term of one year, aggregating to five consecutive years, until the conclusion of the 33rd Annual General Meeting of the Company to be held in the year 2027, and to fix their remuneration, and to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.

SPECIAL BUSINESS:

4. To confirm and approve the appointment of Mr. Satyam Chourasia (DIN: 11888068) as an Independent Director for a term of five consecutive years commencing from 14th August, 2026:

To consider and if thought fit, to convey assent or dissent to the following Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17(1C), Regulation 16(1)(b) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, Mr. Satyam Chourasia (DIN: 11888068), who was appointed as an Additional Director in the category of Independent Director by the Board of Directors of the Company at its meeting held on 14th August, 2026, and who holds office up to the date of the ensuing Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier, and who has submitted the requisite declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for appointment as an Independent Director of the Company, and in respect of whom the Company has received the requisite disclosures and declarations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from 14th August, 2026 up to 13th August, 2031.

5. To consider and approve the increased limits for providing of loans, guarantees or securities under section 185 of the Companies Act, 2013:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to provisions of section 185 read with section 186 and 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendment, modification or re-enactment thereof), and the applicable provisions of the SEBI (LODR) Regulations, 2015 consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for providing any advance(s), loan(s) including any loan represented by book debts, and/or to give guarantee or to provide any security on the assets of the Company in connection with loan taken by such other companies/body corporates in which any director of the Company is directly or indirectly concerned and/or interested from time to time subject to the maximum amount of Loans/Advances and or guarantee and securities not exceeding Rs.250.00 Crores (Rupees Two Hundred Fifty Crores only) at any point of time."

6. To consider and approve the increased limits for providing for loans, guarantees, securities and investments under section 186 of the Companies Act, 2013:

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof or any Director(s) or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this Resolution) to make investments, provide loans, give guarantees or provide securities in or to any person or body corporate, whether in India or outside India, up to an aggregate amount of Rs. 250 Crores (Rupees Two Hundred and Fifty Crores only), notwithstanding that the aggregate of loans, investments, guarantees and securities so far given or to be given may exceed the limits prescribed under Section 186(2) of the Act, on such terms and conditions as the Board may deem fit and appropriate and in the interest of the Company.

RESOLVED FURTHER THAT the aforesaid loans, guarantees, securities and investments shall be made for supporting the business operations, expansion, working capital requirements, funding requirements and other legitimate business purposes of the respective entities and shall be made in accordance with the applicable provisions of the Act and rules made thereunder.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize and execute all such agreements, deeds, documents and writings and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution and to settle any question, difficulty or doubt that may arise in this regard, without requiring any further approval of the Members of the Company."

7. Approval for Material Related Party Transaction (s) under section 188 of the Companies Act, 2013 read with Regulation 23 of the SEBI (LODR), Regulations, 2015:

To consider and if thought fit, to convey assent or dissent to the following Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of

The SEBI (LODR) Regulations, 2015 ("SEBI Listing Regulations") and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 read with any other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company's policy on Related Party Transactions, consent of the members of the company be and is hereby accorded to enter into Transactions/ Contracts / Arrangement, in the ordinary course of its business and on Arm's length basis, for purchase, sale or deal in the products, goods, stock in trade, Transfer of Resources including receiving/ providing loans and advances or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an amount upto Rs.250.00 Crores (Rupees Two Fifty Crore only) in the financial year 2026-27;

RESOLVED FURTHER THAT the Board of directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company."

8. To consider and approve the Alteration in the Clause III(B) of Memorandum of Association related to the Ancillary Objects to the attainment of the Main Objects of the Company:

To consider and if thought fit, to convey assent or dissent to the following Special Resolution:

"RESOLVED THAT pursuant to Section 13, and other applicable provisions, if any, of Companies Act, 2013 and the rules notified thereunder (including any statutory modification(s), amendments or re-enactment(s) thereof for the time being in force) and further subject to any other laws and regulations, as may be applicable and the enabling provisions of Memorandum and Articles of Association of the Company, the approval of members of the Company be and is hereby accorded to alter the Clause III(B) of the Memorandum of Association of the Company by inserting the following new clause 18 after existing clause 17 of Clause III(B) of Memorandum of Association related to the Ancillary activities to the Attainment of the Main Objects:

III (B) 18. *To amalgamate, merge, consolidate, reconstruct, reorganise, demerge, hive off, transfer, acquire or otherwise combine the whole or any part of the business, undertaking, assets, properties, rights, liabilities and obligations of the Company with or into any other company, body corporate, entity, undertaking or person, or to acquire, take over or assume the whole or any part of the business, undertaking, assets, properties, rights, liabilities and obligations of any company, body corporate, entity, undertaking or person, and to enter into and implement schemes of merger, amalgamation, arrangement, compromise, reconstruction, reorganisation, demerger, spin-off, slump sale, business transfer or any other form of corporate restructuring, subject to the provisions of the Companies Act, 2013, the rules and regulations made thereunder, SEBI regulations, RBI regulations, applicable tax laws and other applicable laws, rules and regulations.*

To promote, establish, incorporate, acquire, subscribe to, invest in, hold, manage, control or otherwise participate in any company, subsidiary, associate, joint venture, partnership, LLP or other entity, and to transfer, dispose of, sell, exchange or otherwise deal with any shares, securities, business undertakings, assets, properties, rights or interests thereof, as may be considered necessary or expedient for the attainment of the objects of the Company.

To enter into, execute and give effect to all such agreements, arrangements, schemes, deeds, documents and

instruments and to undertake all such acts, matters and things as may be necessary, incidental or conducive to the implementation of any merger, amalgamation, arrangement, reconstruction, reorganisation, demerger, acquisition, takeover or other corporate restructuring involving the Company or any of its subsidiaries, associates, joint ventures or other entities.

To undertake all activities incidental or ancillary to the foregoing objects and to do all such other lawful acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to the aforesaid objects.

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorized to take all necessary steps, including enter into the agreements, memorandum of understanding, negotiate the terms and conditions and filing of necessary forms and documents with the Registrar of Companies and any other appropriate authority as may be required from time to time, and to do all such acts, deeds, and things as may be deemed necessary or expedient to give effect to the above resolution."

By the orders of Board of Directors
For Alfavision Overseas (India) Limited

Sd/
Vishnu Prasad Goyal
Chairman & Managing Director
DIN: 00306034

Date: September 05th, 2026
Place: Indore

Notes :

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out all material facts concerning the Special Business to be transacted at the Annual General Meeting ("AGM"), is annexed hereto and forms an integral part of this Notice.
2. The relevant details of the Director(s) seeking appointment/re-appointment pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, are annexed to this Notice.
3. **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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
4. A person can act as a proxy on behalf of Members not exceeding fifty (50) in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital carrying voting rights may appoint a single person as proxy, who shall not act as a proxy for any other Member.
5. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified true copy of the Board Resolution or other authorization, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative(s) to attend and vote on their behalf.
6. In case of joint holders attending the meeting, only such joint holder whose name appears first in the Register of Members/beneficial owners maintained by the Depositories shall be entitled to vote.
7. Members are requested to send their queries relating to the financial statements or any item of business proposed to be transacted at the AGM at least seven (7) days before the date of the AGM to enable the management to keep the information ready.
8. Members are requested to quote their Folio Number/DP ID and Client ID in all correspondence with the Company or its Registrar and Share Transfer Agent ("RTA").
9. Members holding shares in physical form are requested to notify immediately any change in their address, bank details, e-mail address, mobile number or other KYC particulars to the Company's RTA. Members holding shares in dematerialized form are requested to intimate such changes directly to their respective Depository Participants.
10. Members are requested to register/update their Permanent Account Number (PAN), bank account details, nomination, specimen signature, mobile number, e-mail address and other KYC details with their respective Depository Participants, if shares are held in dematerialized form, and with the Company's RTA, if shares are held in physical form, in accordance with the applicable SEBI Circulars.
11. Members holding shares in physical form may nominate a person in respect of all the shares held by them pursuant to Section 72 of the Companies Act, 2013 by submitting Form SH-13 with the Company's Registrar and Share Transfer Agent. Members may also modify or cancel such nomination in the prescribed manner.
12. Members holding shares in the same name under different folios are requested to apply for consolidation of such folios and send the relevant share certificates to the Registrar and Share Transfer Agent.
13. Pursuant to SEBI Regulations, transfer of securities of listed companies can be effected only in dematerialized form, except in cases of transmission or transposition of securities. Members holding shares in physical form are therefore advised to dematerialize their shareholding at the earliest.
14. Members wishing to dematerialize their shares or seeking any information relating to transfer, transmission, transposition, issue of duplicate share certificates, nomination or other shareholder services may contact the Company's Registrar and Share Transfer Agent.
15. Members attending the AGM are requested to bring the duly completed and signed Attendance Slip along with a valid identity proof for attending the meeting.
16. The Register of Members and Share Transfer Books of the Company will remain closed from **Thursday, 24th September, 2026 to Wednesday, 30th September, 2026** (both days inclusive) for the purpose of the Annual General Meeting.
17. The Annual Report containing, inter alia, the Notice of the AGM, Financial Statements, Board's Report, Auditors' Report and other documents is available on the Company's website at (www.alfavisionoverseasindia.com) and on the websites of the Stock Exchange(s) where the equity shares of the Company are listed.

18. Members who have not registered their e-mail addresses are requested to register/update the same with their respective Depository Participants (in case of shares held in dematerialized form) or with the Company's Registrar and Share Transfer Agent (in case of shares held in physical form) for receiving all communications from the Company electronically.
19. The Company has designated the e-mail ID alfavision@alfavalley.in for redressal of shareholders' grievances. Members may send their grievances or queries to the said e-mail address.
20. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and the applicable circulars issued by the Ministry of Corporate Affairs and SEBI, the Company is providing remote e-voting facility to its Members through Central Depository Services (India) Limited (CDSL) to enable them to cast their votes electronically on all the resolutions set out in this Notice.
21. The remote e-voting period shall commence on **27th day of September, 2026 (09:00A.M) and ends on 29th day of September, 2026(05:00P.M.).** The remote e-voting module shall thereafter be disabled by CDSL and no e-voting shall be allowed beyond the said date and time.
22. The cut-off date for determining the eligibility of Members entitled to vote through remote e-voting or at the AGM shall be **23th day of September, 2026**. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting or voting at the AGM.
23. The Board of Directors has appointed **M/s. Rahul Goswami & Co., Practising Company Secretaries**, as the Scrutinizer to scrutinize the remote e-voting process and voting conducted at the AGM in a fair and transparent manner.
24. The voting rights of Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.
25. The results of voting shall be declared within the prescribed time after the conclusion of the AGM and shall be placed on the Company's website and on the website of CDSL. The results shall simultaneously be forwarded to the Stock Exchange(s) where the equity shares of the Company are listed.
26. All documents referred to in the accompanying Notice and Explanatory Statement shall be available for inspection by the Members during normal business hours at the Registered Office of the Company on all working days (except Saturdays, Sundays and public holidays) up to the date of the AGM and shall also be available for inspection at the AGM.
27. A route map showing directions to reach the venue of the AGM, as required under Secretarial Standard-2 on General Meetings, is annexed to this Notice.
28. The detailed instructions for remote e-voting and participation at the AGM are annexed to this Notice and form an integral part thereof.
29. Voting through electronic means:

    Members are requested to carefully read the below mentioned instructions for remote e-voting before casting their vote.

    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 shall begin on 27th September, 2026 (Sunday) at 9.00 AM (IST) and ends on 29th September, 2026 (Tuesday) at 5.00 P.M (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **23rd September, 2026 (Wednesday)** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC/OAVM but shall not be entitled to cast their vote again.

iii. Pursuant to Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, under Regulation 44 of Securities and Exchange Board of India (LODR)) 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 Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, under Regulation 44 of Securities and Exchange Board of India (LODR)) Regulations, 2015, 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 and joining virtual meetings **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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 e-voting 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 or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting & voting during the meeting. 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 and 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. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-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 or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-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.comor contact at toll free No. 1800 22 55 33
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 toll free no.: 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 e-Voting and joining virtual meetings 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. • 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.

7. After entering these details appropriately, click on "SUBMIT" tab.
8. 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.
9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN for the relevant <Alfavision Overseas (India) Limited> on which you choose to vote.
11. 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.
12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
13. 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.
14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
15. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
16. 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.
17. There is also an option provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
18. 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 and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
    - The list of accounts linked in the login will be mapped automatically and 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 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; alfavision@alfavalley.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE 32ndAGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the 32nd AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the 32ndAGM.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at alfavision@alfavalley.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at alfavision@alfavalley.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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 attending 32ndAGM & 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 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Shri. 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 22 55 33.

25. Members can also update their mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
26. Any person, who acquires shares of the Company and become member of the Company after mailing of the notice and holding shares as on the cut-off date i.e. 23rd September, 2026 (Wednesday), may obtain the login ID and password by sending a request at investor@ankitonline.com.

27. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 23rd September, 2026 (Wednesday),only shall be entitled to avail the facility of remote e-voting as well as e- voting at the AGM.

28. The Chairman shall, at the 32ndAGM at the end of discussion on the resolutions on which voting is to be held, allow e-voting to all those members who are present/logged-in at the AGM but have not casted their votes by availing the remote e-voting facility.

29. The Results of the voting on the resolutions along with the report of the Scrutinizer shall be declared and placed on the website of the Company www.alfavisionoverseasindia.com and on the website of CDSL 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 BSE Limited.

30. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents (STA) at the following address:

ADDRESS: 60, ELECTRONIC COMPLEX, PARDESIPURA, INDORE, MADHYA PRADESH 452010

PHONE: 0731 494 9444

E-mail:investor@ankitonline.com

31. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN) mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to STA in case the shares are held by them in physical form.

32. As per the provisions of section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to STA, in case the shares are held in physical form.

33. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

35. Members may also note that the Annual Report for year 2025-26 is also available on Company's websitewww.alfavisionoverseasindia.com.

36. As the 32ndAGM is being held through Physical mode, the route map is annexed to this Notice.

37. The Brief profile of the director seeking Appointment/re-appointment at the ensuing annual general meeting is annexed to the Notice.

By the orders of Board of Directors
For Alfavision Overseas (India) Limited

Sd/
Vishnu Prasad Goyal
Chairman & Managing Director
DIN: 00306034

Date: September 05th, 2026
Place: Indore

DETAILS OF THE DIRECTORS SEEKING RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING:

Particulars	**Vishnu Prasad Goyal**	**Satyam Chourasia**
Date of Birth	10/03/1965	23/06/2000
DIN	00306034	11888068
Date of first Appointment on Board as Director	21/08/2009	30/09/2026
Qualification	B.com	B.com & Semi Qualified Company Secretary
Expertise in specific functional area	Corporate	He is a qualified commerce professional with a strong foundation in corporate compliance and regulatory matters.
Directorship held in other Companies	15	NA
Number of shares held in the Company	5946270	Nil
Relationship with other Directors, Manager and other KMP of the Company	Vishnu Prasad Goyal is the father of Ravi Goyal.	NA
No. of Board Meetings attended during the year	5	NA

A detailed agenda folder is sent to each Director in advance of Board and Committee meetings. To enable the Board to discharge its responsibilities effectively, the Managing Director briefs the Board at every meeting on the overall Company performance and compliance of the company wherever applicable.

ANNEXURE

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.4

Mr. Satyam Chourasia was appointed as an Additional Director of the company on 14th August 2026 in terms of Section 161 (1) of the Companies Act, 2013 in the category of 'Non-Executive Independent' in terms of the Companies Act, 2013. Mr. Satyam Chourasia is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act and has given his consent to act as Director (in the category of Independent Director). The Board considers that his association would be of immense benefit to the Company and it is desirable to avail services of Mr. Satyam Chourasia is an Independent Director. In order to ensure compliance with the provisions of Sections 149 and 152 of the Companies Act, 2013 read with Rules made there under and Schedule IV of the Act, it is proposed that approval of the shareholders be accorded for the appointment of Mr. Satyam Chourasia as 'Non-executive Independent Director' for a term up to 5 (five) consecutive years commencing from the date of his appointment as an Additional Director i.e. 14th August, 2026 to 13th August, 2031. Accordingly, the Board of Directors recommends the passing of the above resolution as a Special Resolution as set out in the Item no. 4 of the notice for appointment of Mr. Satyam Chourasia.

Save and except Mr. Satyam Chourasia, Independent Director, being an appointee, none of the other Directors/Key Managerial Personnel and their relatives is in any way interested or concerned financially or otherwise, in the Resolution set out in the notice.

None of the Directors / KMPs or their relatives shall be deemed to be interested or concerned financially or otherwise in the aforesaid resolution except as a shareholder of the company.

The Board recommends the Special Resolution as mentioned at Item No.4 of this Notice for your approval.

Item No. 5

Your Board inform that pursuant to section 185 of the Companies Act, 2013 Company may give advances, loans including any loan represented by book debts or give any guarantee or provide any security in connection with any loan taken by any Company and/or body corporate in whom any or all the Director(s) of the Company are considered as concerned or interested subject to the approval of members by way of Special Resolution.

Therefore in view of the requirements of other companies or the body corporates in which one/or more directors may be concerned or interested, may be required to provide its financial support by way of providing short term or long term loans, advances and/or to provide guarantee or security on the assets of the Company on behalf of such Companies/Body Corporate to such other bank/financial institution which provides loans and advances whether fund based or non-fund based credit facilities as the case may be from time to time in view of the business requirements of such companies to support them.

The Board considered that it may need to provide the advances, loans or to provide guarantee or security on their behalf as under:

Sr. No.	Name of the Company /Body Corporate in which directors are interested	Name of the interested directors/KMPs	Maximum amount upto which loan/ guarantee/ security may be provided by the company.
1.	Alfavalley Infra Private Limited	1. Vishnu Prasad Goyal-CMD 2. Ravi Goyal – CFO & Director	In all the proposed 8 body corporates upto Rs. 250.00 Crores aggregating at any point of time as may be provided to all or any of them as may be considered by the Board.
2.	Alfa Valley Resort & Wellness Private Limited		
3.	Alfa Valley Jungle Resort Private Limited		
4.	Alfavision Fibres Private Limited		
5.	Bhagwan Farms Private Limited		
6.	Bhagyarekha Capital Market Pvt Ltd		
7.	L.K. Investments & Trading Co Pvt Ltd		
8.	Rekha Securities Private Limited		

However, before providing aforesaid loans, advances or guarantee and securities the Board shall ensure that: -

1) The said loan will be used by entities in their normal course of business.

2) The same is in compliance under section 186 and 188 of the Companies Act, 2013.

3) The related entity will check their limit as prescribed under section 180 of the Companies Act, 2013 if applicable

Mr. Vishnu Prasad Goyal, Chairman and Managing Director, Mr.Ravi Goyal, Chief Financial Officer and Director along with their relatives may be deemed to be concerned or financially interested to the extent of the loans, advances, guarantee, or securities furnished by the Company.

The Board recommends the Special Resolution as mentioned at Item No.5 of this Notice for your approval.

Item No.6

The Company may, in the ordinary course of business, be required to provide loans, guarantees or securities and make investments in its subsidiary(ies), associate(s), joint venture entities and/or other body corporates for their business operations, expansion, working capital and other legitimate business requirements.

Pursuant to Section 186 of the Companies Act, 2013, approval of the Members by way of Special Resolution is required where the aggregate amount of loans, investments, guarantees and securities exceeds the limits prescribed under Section 186(2).

Accordingly, approval of the Members is sought to authorise the Board to make investments and provide loans, guarantees or securities up to an aggregate amount of ₹250 Crores (Rupees Two Hundred and Fifty Crores only), on such terms and conditions as may be considered appropriate and in the interest of the Company, in compliance with applicable laws.

None of the Directors, Key Managerial Personnel or their respective relatives is concerned or interested in the proposed Resolution, except to the extent of their shareholding, directorship or other interest, if any, in the entities covered under the Resolution.

The Board recommends the Special Resolution set out at Item No.6 for approval of the Members.

Item No.7

As per the provisions of section 188 and Regulation 23 of the SEBI (LODR) Regulations, 2015 all the Related Party Transaction(s) shall require prior approval of the Audit Committee of the Board and all Material Related Party Transaction(s) shall require prior approval of the Members on yearly basis as per Reg. 23 of SEBI (LODR) Regulations, 2015.

The company is making regular business transaction(s) with the Related Parties for purchase and sale of Goods and Materials from/to Related party whether material or otherwise, the approval is required for up to an estimated annual value of Rs.250.00 Crore (Rs. Two Fifty Crore only) for a period up to the conclusion of the next Annual General Meeting to be held in the Calendar Year 2027 excluding taxes etc. in a manner and on such terms and conditions as may be mutually agreed upon between the Board of directors of the Company and the Related Party(ies).The individual transaction values would be commercially agreed based on mutual discussions/ negotiations with Related Parties.

In the Compliance of the said regulations, these transactions may be considered as material/ immaterial for the coming financial years, the Board has proposed the same to be placed before the members for their approval as an Ordinary Resolution.

The disclosure as required under Rule 15 of the Companies (Meetings of Board and its powers) Rules, 2014 and Regulation 23 of the SEBI (LODR) Regulations, 2015 areas under:

Sr. No.	Description	Details of proposed RPTs between the Company and 1. **Alfa Valley Infra Pvt. Ltd** 2. **Alfavision Fibres Pvt. Ltd.** 3. **Bhagwan Farms Pvt. Ltd.** 4. **Bhagyarekha Capital Market Pvt. Ltd** 5. **L K Investment & Trading Pvt. Ltd** 6. **Rekha Securities Pvt Ltd** 7. **Alfa Valley Resort & Wellness Private Limited** 8. **Alfa Valley Jungle Resort Private Limited**
1.	Summary of information provided by the Management to the Audit Committee for approval of the proposed RPTs	
	a. Name of the Related Party and its relationship with the Company or its subsidiary, including nature of its concern or interest (financial or otherwise). b. Type, material terms, monetary value and particulars of the proposed RPTs.	1. **Alfa Valley Infra Pvt. Ltd** 2. **Alfavision Fibres Pvt. Ltd.** 3. **Bhagwan Farms Pvt. Ltd.** 4. **Bhagyarekha Capital Market Pvt. Ltd** 5. **L K Investment & Trading Pvt. Ltd** 6. **Rekha Securities Pvt Ltd** 7. **Alfa Valley Resort & Wellness Private Limited** 8. **Alfa Valley Jungle Resort Private Limited** **Directors of** Alfavision Overseas (India) Limited are the Director and Shareholders of above companies.

	c. preceding financial year, that is represented by the value of the proposed RPTs	b. Alfavision Overseas (India) and above companies are engaged in transactions involving the purchase and sale of goods and materials and loan and advance with each other. The aggregate value of such transactions shall not exceed ₹ 250.00 Crore (Rupees Two Hundred and Fifty Crore only) during the period commencing from the conclusion of this Annual General Meeting and continuing until the conclusion of the Annual General Meeting to be held in the calendar year 2027.
2.	Justification for the proposed RPTs	The term sheet for the development of hotels, villas, resorts, wellness facilities, an adventure park, and other residential and non-residential properties on the Company's land situated at Saras, Icchawar, District Sehore, and Madhya Pradesh. The proposed development will be undertaken on the Company's land along with land owned by other promoter group entities, aggregating approximately 220 acres. The project will be developed in association with Della Resort & Adventure Private Limited.
3.	Details of proposed RPTs relating to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
4.	a. Details of the source of funds in connection with the proposed transaction. b. Where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments: - Nature of indebtedness, - Cost of funds and - Tenure. c. Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security. d. The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable Not Applicable Not Applicable Not Applicable
5.	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Since the company do not propose to acquire any assets, hence Not applicable
6.	Name of the Director or KMP' who is related, if any, and the nature of their relationship.	1. Vishnu Prasad Goyal –CMD 2. Ravi Goyal – CFO & Director
7.	Any other information that may be relevant	N.A.
8.	Terms and Conditions of Similar Transactions been entered with the unrelated parties.	The company deals in the similar terms and conditions with the other buyer/seller.

The Board recommends an Ordinary Resolution set out at Item No. 7 of the Notice for approval by the Members.

The Members may note that in terms of the provisions of the Section 188 and SEBI Listing Regulations, no Related Party shall vote to approve the Ordinary Resolution set forth at Item No. 7 of the Notice, whether the entity is a Related Party to the particular transaction or not.

Item No.8

The Members are informed that the existing Clause III(B) of the Memorandum of Association ("MOA") of the Company contains the ancillary objects relating to the attainment of the main objects of the Company. In view of the evolving business requirements and the Company's plans for growth, expansion, consolidation and diversification of its business activities, it is considered appropriate to provide the Company with enabling provisions in its MOA to undertake various forms of corporate restructuring and business arrangements, as may be considered necessary and expedient from time to time.

The Company may, in the ordinary course of its business and as part of its future growth strategy, evaluate opportunities involving merger, amalgamation, consolidation, reconstruction, reorganisation, demerger, hive-off, acquisition, takeover, business transfer, slump sale, joint venture, investment or other forms of corporate restructuring involving the Company, its subsidiaries, associates, joint ventures or other entities.

Accordingly, it is proposed to insert a new Clause III(B)(18) in the MOA of the Company to specifically enable the Company to undertake, participate in and implement such transactions and arrangements, subject to the provisions of the Companies Act, 2013, SEBI regulations, the rules and regulations made thereunder and other applicable laws, rules, regulations and statutory or regulatory approvals.

The proposed amendment is intended to provide an enabling framework and greater flexibility to the Company in pursuing its future business strategies and corporate restructuring opportunities. The proposed alteration of the MOA does not, by itself, constitute approval of any specific merger, amalgamation, acquisition, demerger or other corporate restructuring transaction. Any specific transaction, if proposed in future, shall be undertaken only after obtaining such approvals, consents and sanctions as may be required under applicable laws, including approval of the Board of Directors, Members, creditors, stock exchanges, SEBI, National Company Law Tribunal ("NCLT"), Registrar of Companies or any other statutory or regulatory authority, as applicable.

The alteration of the Objects Clause of the MOA requires the approval of the Members by way of a Special Resolution pursuant to Section 13 of the Companies Act, 2013.

A copy of the existing MOA and the proposed altered MOA incorporating the aforesaid amendment will be available for inspection by the Members electronically during the AGM and at the Registered Office of the Company during business hours on all working days up to the date of the AGM. Members may also request a copy of the same from the Company.

None of the Directors, Key Managerial Personnel ("KMP") of the Company and their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board of Directors of the Company is of the opinion that the proposed alteration of Clause III(B) of the MOA is in the interest of the Company and its Members and accordingly recommends the Special Resolution as set out at Item No. 8 of the accompanying Notice for approval of the Members.

By the orders of Board of Directors
For Alfavision Overseas (India) Limited

Sd/
Vishnu Prasad Goyal
Chairman & Managing Director
DIN: 00306034

Date: September 05th, 2026
Place: Indore

ATTENDANCE SLIP

ALFAVISION OVERSEAS (INDIA) LIMITED

CIN:L43299MP1994PLC008375

Regd. Office:405, RajaniBhavan, 562/9, M.G. Road, Tukoganj, Indore, Madhya Pradesh, India, 452001

Please Fill Attendance Slip and Hand it over at the Entrance of the Meeting Hall:
(Joint shareholders may obtain additional Slip at the venue of the meeting)

Name of the Member(s) / Proxy*: ..... (*Strike off whichever is not applicable)

Registered address .....

E-mail Id: ..... Folio No. /DP ID & Client ID.....

I/We, being the member (s) holding ..... shares of the above named company, I here by record my presence at the **32nd ANNUAL GENERAL MEETING** of the Company held on Wednesday, 30th September, 2026 at 04:00 P.M. at 1-A, Press Complex, A.B. Road Indore - 452001,

Signature of Shareholder/proxy……

NOTES:

1) Members/Proxies are requested to bring the duly signed attendance slip to the meeting and hand it over at the entrance.
2) Corporate members intending to send their authorized representatives to attend the meeting are requested to send, to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

PROXY FORM
FORM NO. MGT- 11
[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of company: Alfavision Overseas (India) Limited
CIN:L43299MP1994PLC008375
Registeredoffice:405, RajaniBhavan, 562/9, M.G. Road, Tukoganj, Indore, Madhya Pradesh, India, 452001

Name of the Member	
Registered Address	
E-mail I'D	
Folio No./Client I'D	

I/We, being the member(s) of… shares of the above named company, here by appoint.

Name	
Address	
E-mail I'D	
Signature	

or failing him/her

Name	
Address	
E-mail I'D	
Signature	

or failing him/her

Name	
Address	
E-mail I'D	
Signature	

as my/our proxy to attend and vote on a poll for me/us and on my/our behalf at the ANNUAL GENERAL MEETING of the Company held on Wednesday, September 30, 2026 at 04:00 P.M. at 1-A Press Complex, A.B. Road, Indore 452001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions	Assent	Dissent
1. To receive, consider and adopt the Audited standalone financial statements of the company for the year ended 31st March 2026 including the audited standalone and consolidated balance sheet as on 31st march, 2026, the statement of Profit & Loss, Cash flow statement for the year ended on 31st March 2026 and the Reports of the Board of Directors and Auditors thereon.		
2. To appoint a director in place of Mr. **Vishnu Prasad Goyal (DIN: 00306034)**, whore tires by rotation and being eligible offers himself for re-appointment.		
3. To re-appoint M/s. S.N. Gadiya& Co., Chartered Accountants (Firm Registration No. 002052C), as the Statutory Auditors of the Company for a further term of one year, aggregating to five consecutive years, until the conclusion of the 33rd Annual General Meeting of the Company to be held in the year 2027, and to fix their remuneration, and to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution.		
4. Appointment Of **Mr. Satyam Chourasia (DIN: 11888068)** As An Independent Director of The Company.		
5. To Consider and Approve the Increased Limits for Providingloans, Guarantee or Security under section 185 of the companies act, 2013.		
6. To Consider and Approve the Increased Limits for Providing loans, Investment, Guarantee or Security under section 186 of the companies act, 2013.		
7. Approval for Material Related Party Transaction (s) under section 188 of the Companies Act, 2013 read with Regulation 23 of the SEBI (LODR), Regulations, 2015		
8. To consider and approve the Alteration in the Clause III(B) of Memorandum of Association related to the Ancillary Objects to the attainment of the Main Objects of the Company.		

Signed this .....…day of.....…2026

Affix Revenue stamp

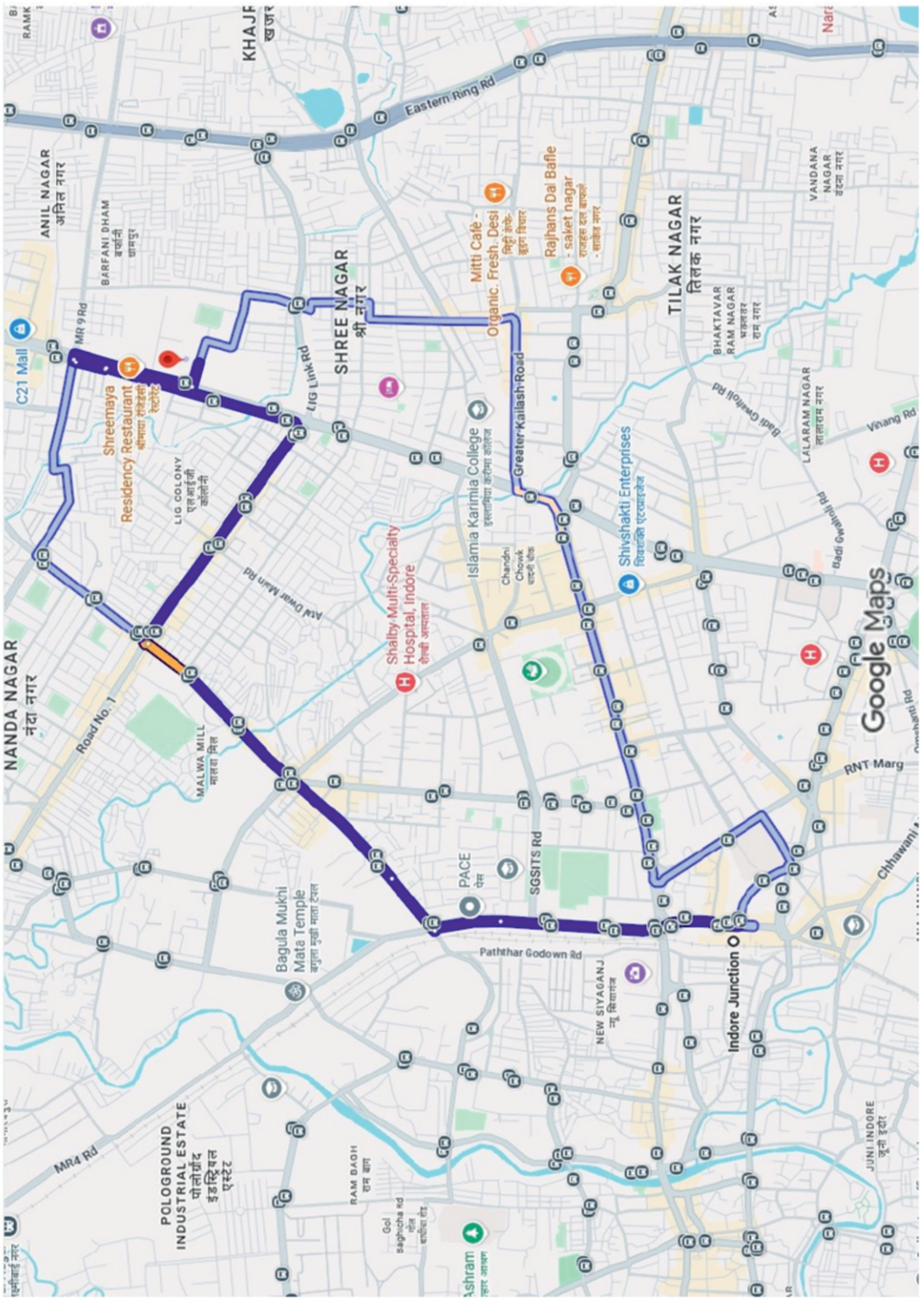
……....……..…
Signature of Proxy holder(s)

……..…
Signature of shareholder

Note: 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.

AGM ROUTE MAP

Indore JnBg to Alfa vision Overseas India Ltd.
Drive 5.9 Km, 19 min.



Notes.