

NOTICE OF THE BOARD MEETING

To,
The Board of Directors,

Mr. Rohit Misra
Mr. Ajay Kumar Giri
Ms. Monika Misra
Mr. Rahul Salesha
Mr. Sidhartha Pradhan
Mr. Rajhkumar Jaain
Mr. Lakshman Shyam Singh

In Attendance
Ms. Preeti Srivastava

Invitee



Shorter Notice is hereby given that the meeting No. 09/2025-26 of the Board of Directors ('Board') of Earkart Limited ("the Company") (Formerly known as "Earkart Private Limited") will be held on Wednesday, 11 March 2026 at 11:30 AM (IST) at KRBL Building, C-32, 3rd Floor, Sector-62, Noida-201301, Uttar Pradesh, India to transact the business mentioned in the enclosed agenda.

For the sake of convenience, the notes to agenda items are attached in the format of draft board minutes. Please suggest amendments to the same, if any, either before the meeting or at the meeting.

You are requested to confirm either by email or telephone whether you will attend the meeting in person or via audio-video conferencing. In the absence of any such confirmation, it will be assumed that you will be attending the Board meeting in person. The Board of Directors may also attend the Board meeting via audio-video conferencing.

You are requested to make it convenient to attend the board meeting at the scheduled date and time.

By order of the Board of Directors

For Earkart Limited

(formerly known as "Earkart Private Limited")

Preeti Srivastava

Company Secretary & Compliance Officer

Membership No: A31615

Date : 10 March, 2026

Place : Noida



AGENDA FOR THE BOARD MEETING

Agenda for the meeting no. 09/2025-26 of the Board of the Company will be held on Wednesday, 11 March 2026 at 11:30 AM (IST) at KRBL Building, C-32, 3rd Floor, Sector-62, Noida-201301, Uttar Pradesh, India.

The following business will be transacted at the meeting:

Sr. No.	Particulars
1.	To welcome the chairperson of the meeting;
2.	To ascertain quorum of the meeting;
3.	To grant leave of absence if any;
4.	To confirm the minutes of: a) Board Meeting dated 18 December 2025;
5.	To acquire land for establishing manufacturing facility;
6.	To acquire pharmaceutical business; Hospitals and clinics
7.	Any other business with the permission of the Chairperson which is incidental and ancillary to the business.

NOTES TO AGENDA

DRAFT MINUTES OF 09/2025-26 MEETING OF THE BOARD OF DIRECTORS ('BOARD') OF EARKART LIMITED ("THE COMPANY") (FORMERLY KNOWN AS "EARKART PRIVATE LIMITED") WILL BE HELD ON WEDNESDAY, 11 MARCH 2026 AT 11:30 AM (IST) AT KRBL BUILDING, C-32, 3RD FLOOR, SECTOR-62, NOIDA-201301, UTTAR PRADESH, INDIA.

TIME OF COMMENCEMENT: 11:30 A.M.

PRESENT:

Mr. [•] - [•]
Ms. [•] - [•]
Mr. [•] - [•]

IN ATTENDANCE

Ms. [•] - [•]

1. TO WELCOME THE CHAIRPERSON OF THE MEETING AND ROLL CALL OF ALL DIRECTORS:

Mr. Rohit Misra, being the Chairperson of the Company, shall welcome the members of the board to the meeting of the Company. When the required quorum is present, the Chairperson will call the meeting in order to start the proceedings.

To conduct roll call of all the Directors, present at the Board meeting and the following information to record:

(i) Full name and location;

Mr. [•]	-	[•]	[•], India
Ms. [•]	-	[•]	[•], India
Mr. [•]	-	[•]	[•], India
Mr. [•]	-	[•]	[•], India
Mr. [•]	-	[•]	[•], India
Mr. [•]	-	[•]	[•], India
Mr. [•]	-	[•]	[•], India

(ii) The Board members ability to completely and clearly see and communicate with other participants of the Board meeting;

(iii) The Board members have received the notice, agenda and other important documents for the meeting; and

- (iv) Assurance that no other person except themselves attending this meeting through electronic mode to the best of their knowledge.

With the permission of the Chairperson, the Company Secretary to assist the Chairperson in conducting the meeting.

2. TO ASCERTAIN QUORUM OF THE MEETING:

The quorum as required under the provisions of the Section 174(1) of the Companies Act, 2013 and Articles of Association of the Company was present.

3. LEAVE OF ABSENCE (IF ANY):

Leave of absence was granted to _____, who expressed his/her inability to attend the Board Meeting.

4. TO CONFIRM THE MINUTES OF

a) Board Meeting held on 18 December 2025:

The minutes of the last meeting of the Board held on 18 December 2025 which were circulated among the board members, the Board is requested to take on record and note the same.

5. ACQUISITION OF LAND FOR ESTABLISHING MANUFACTURING FACILITY

The Board has been evaluating strategic growth opportunities to expand its business operations, market presence, and long-term value for its stakeholders and pursuant to such evaluation, the Board has considered the proposal for acquisition of land at **Banat Pratham, Shamali, U.P.** for establishing manufacturing facility on such terms and conditions as may be mutually agreed.

The Board may pass the following resolution with or without modification(s):

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, and other applicable provisions, if any, and subject to the Memorandum and Articles of Association of the Company the consent of the Board of Directors be and is hereby accorded to purchase an industrial land admeasuring **area 0.4650 Hectare** situated at Banat Pratham Bahar Hadood ("the land"), for the purpose of establishing a new manufacturing facility.

RESOLVED FURTHER THAT the company do purchase the said land from Mrs. Babli Pawar w/o Mr. Amit Pawar ("the Seller") for a total consideration of Rs. 8,50,00,000/- (Rupees Eight Crores, Fifty Lakhs Only) on such terms and conditions as negotiated and finalized by the management, subject to clear and marketable title.

RESOLVED FURTHER THAT Mr. Rohit Misra, Managing Director, Mr. Ajay Kumar Giri, Director of

the Company, be and are hereby jointly and/or severally authorized to negotiate, finalize, execute, and deliver all agreements, deeds, documents, and writings, including but not limited to the acquisition agreement, ancillary agreements, and any amendments thereto, as may be necessary or expedient for giving effect to the above acquisition.

RESOLVED FURTHER THAT the aforesaid authorized persons be and are hereby empowered to do all such acts, deeds, matters, and things as may be deemed necessary, desirable, or expedient in connection with the acquisition, including conducting and concluding due diligence, making representations, filing necessary returns or forms with statutory authorities, and to settle any questions, difficulties, or doubts that may arise in this regard.

RESOLVED FURTHER THAT a certified copy of this resolution be provided to such persons or authorities as may be required under the signature of any Director or the Company Secretary of the Company.”

6. ACQUISITION OF PHARMACEUTICAL BUSINESSES, HOSPITALS & CLINICS

The Board has been evaluating strategic growth opportunities to expand its business operations, market presence, and long-term value for its stakeholders and pursuant to such evaluation, the Board has considered the proposal for acquisition of pharmaceutical business, a Company incorporated as per Companies Act, on such terms and conditions as may be mutually agreed.

The Board may pass the following resolution with or without modification(s):

“RESOLVED THAT pursuant to the provisions of the Companies Act, 2013, and other applicable provisions, if any, and subject to the Memorandum and Articles of Association of the Company, the consent of the Board of Directors be and is hereby accorded to acquire the pharmaceutical business like Hospitals and clinics as a going concern, including all its assets, liabilities, licenses, permits, intellectual property, and goodwill.

RESOLVED FURTHER THAT Mr. Rohit Misra, Managing Director, Mr. Ajay Kumar Giri, Director of the Company, be and are hereby jointly and/or severally authorized to negotiate, finalize, execute, and deliver all agreements, deeds, documents, and writings, including but not limited to the acquisition agreement, ancillary agreements, and any amendments thereto, as may be necessary or expedient for giving effect to the above acquisition.

RESOLVED FURTHER THAT the aforesaid authorized persons be and are hereby empowered to do all such acts, deeds, matters, and things as may be deemed necessary, desirable, or expedient in connection with the acquisition, including conducting and concluding due diligence, making representations, filing necessary returns or forms with statutory authorities, and to settle any questions, difficulties, or doubts that may arise in this regard.

RESOLVED FURTHER THAT a certified copy of this resolution be provided to such persons or authorities as may be required under the signature of any Director or the Company Secretary of the Company.”

7. TO CONSIDER ANY OTHER BUSINESS WITH THE PERMISSION OF THE CHAIRPERSON

This agenda item is to consider any urgent matter which needs the approval of the board and if deemed fit, approve the same and pass the appropriate resolutions or take note of the same, as the case may be.

8. DURATION OF THE MEETING

As no matter was raised, the business of the Board meeting was deemed concluded. The Chairperson noted that the meeting began at 11:30 A.M. and was terminated at 12:00 PM. The Board requested the Chairperson to sign the minutes after reviewing the same.

9. VOTE OF THANKS

There being no other business to transact, the meeting terminated with a vote of thanks to the Chairperson.

THE ABOVE IS ONLY NOTES TO AGENDA ITEMS IN THE FORM OF DRAFT MINUTES AND IS NOT THE MINUTES OF THE MEETING.