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
Mrs. Timsi Sharma

Notice is hereby given that the meeting No. **03/2026-27** of the Board of Directors **('the Board')** of **Earkart Limited** ("the Company") *(formerly known as "Earkart Private Limited")* will be held on Thursday, 05 November 2026 at 12:00 PM (IST) at KRBL Building, C-32, 3rd Floor, Sector-62, Noida-201301, Uttar Pradesh, India to discuss the business as set our in the agenda hereto.

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.

The directors attending the Board meeting via audio-video conferencing can join using the link:

https://teams.microsoft.com/meet/470451778144285?p=tncaQwm5V4dmCVyo4p

Meeting ID: 470 451 778 144 285
Passcode: GE7hS9Mr

The agenda along with the Notes to agenda for the said Board Meeting is annexed herewith. Confidential and Unpublished Price Sensitive Information (UPSI) items, if any, will be circulated separately at a shorter notice in terms of the proviso to Regulation 3(2A) and Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015.

You are requested to make it convenient to attend the Board Meeting at the scheduled date and time and in case unable to attend kindly communicate seeking leave of absence from the Board.

Thank you

By order of the Board of Directors
For Earkart Limited
(formerly known as "Earkart Private Limited")

EARKART LIMITED NOIDA

Preeti Srivastava
Company Secretary & Compliance Officer
Membership No: A31615

Date : 28/10/2026
Place : Noida

EARKART LIMITED
(formerly known as Earkart Private Limited)
CIN: L74999DL2021PLC399313

www.earkart.in info@earkart.in 0120-4102857

AGENDA FOR THE BOARD MEETING

Agenda for the meeting no. **3/2026-27** of the Board of Directors **("The Board")** of the **Earkart Limited** ("the Company") *(formerly known as "Earkart Private Limited")* to be held on Thursday, 05 November 2026 at 12:00 P.M (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	Page No.
A.	**Opening & Procedural Matters**	
1.	To welcome the Chairperson of the meeting and take roll call of the Directors;	
2.	To ascertain quorum of the meeting;	
3.	To grant leave of absence if any;	
4.	To confirm the previous minutes of: a. Board Meeting dated 24 September 2026; b. Audit Committee Meeting dated 24 September 2026; c. Nomination and Remuneration Committee Meeting dated 24 September 2026;	
5.	To take note of: a. proceedings of the Audit Committee Meeting to be held earlier during the day; b. proceedings of the Nomination and Remuneration Committee Meeting to be held earlier during the day;	
C.	**Financial Matters**	
6.	To consider and approve the unaudited half-yearly financial Results of the Company for the half-year ended 30 September 2026	
D.	**Other Business**	
7.	To incorporate Wholly Owned Subsidiary in Australia;	
8.	To consider any other matter with the permission of Chair	
9.	To announce a summary of the decisions taken in the Board meeting	
10.	Roll Call of all Directors attending in person and attending via audio-video conferencing; and	
11.	Duration of the meeting	
12.	Vote of thanks	

NOTES TO AGENDA

DRAFT MINUTES OF 3/2026-27 MEETING OF THE BOARD OF DIRECTORS ('BOARD') OF EARKART LIMITED ("THE COMPANY") *(FORMERLY KNOWN AS "EARKART PRIVATE LIMITED")* WILL BE HELD ON THURSDAY, 05 NOVEMBER 2026 AT 12:00 P.M. (IST) AT KRBL BUILDING, C-32, 3RD FLOOR, SECTOR-62, NOIDA-201301, UTTAR PRADESH, INDIA.

TIME OF COMMENCEMENT: 12:00 P.M.

PRESENT:

Mr. [•]	-	**[•]**
Ms. [•]	-	**[•]**
Mr. [•]	-	**[•]**
Mr. [•]	-	**[•]**
Mr. [•]	-	**[•]**
Mr. [•]	-	**[•]**
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 board is informed to take note of the quorum as required under the provisions of section 174(1) of the Companies Act, 2013 read with Para 3.1 of SS-1 and the Articles of Association of the Company ("AOA").

3. **To grant leave of absence, if any:**

Leave of absence to be granted to those Directors who have expressed their inability to attend the meeting.

4. **To confirm the minutes of**

a) **Board Meeting held on 24 September 2026:**

The minutes of the last meeting of the Board held on 24 September 2026_which were circulated among the board members, the Board is requested to take on record and note the same.

b) **Audit Committee Meeting held on 24 September 2026:**

The minutes of the last meeting of the Audit Committee held on 24 September 2026 which were circulated among the board members, the Board is requested to take on record and note the same.

c) **Nomination and Remuneration Committee Meeting held on 24 September 2026:**

The minutes of the last meeting of the Nomination and Remuneration Committee held on 24 September 2026 which were circulated among the board members, the Board is requested to take on record and note the same.

5. **To take note of**

a) **Proceedings of the Audit Committee Meeting to be held earlier during the day:**

The Board is requested to take note of the proceedings of the Audit Committee Meeting held earlier during the day on 05 November 2026.

b) **Proceedings of the Nomination and Remuneration Committee Meeting to be held earlier during the day:**

The Board is requested to take note of the proceedings of the Nomination and Remuneration Committee Meeting held earlier during the day on 05 November 2026.

6. **To consider and review the unaudited Half-yearly financial Result for the Half-year ended 30 September 2026:**

The Board is informed that un-audited half yearly Financial Result along with draft limited review report for half-year ended 30 September 2026 will be placed before the Board for consideration and approval. The Statutory Auditors makes a detailed presentation on financial results to the Board.

The Board is requested to consider the same and may pass the following resolution, with or without modification(s):

"**RESOLVED THAT** the un-audited half-yearly financial results of the Company for the half-year ended 30 September 2026, together with the draft limited review report thereon issued by M/s. Timsi & Associates, Chartered Accountants, Statutory Auditors of the Company, as placed before the Board, be and is hereby considered and approved.

RESOLVED FURTHER THAT the un-audited half-yearly results be signed by the Director(s) and/or KMPs of the Company in authentication thereof.

RESOLVED FURTHER THAT any of the Directors and/or Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be required to give effect to above resolution."

7. To Incorporate Wholly Owned Subsidiary in Australia

The Board is informed that in order to expand the business operations and undertake activities in the pharmaceutical sector, it is proposed to incorporate a Wholly Owned Subsidiary in Australia in the name and style of "_____" or such other name as may be approved by the Australian Securities and Investments Commission (ASIC).

The proposed Wholly Owned Subsidiary shall undertake such business activities as may be permitted under applicable laws and as may be decided by the management from time to time.

The Board is requested to consider and approve the incorporation of the proposed Wholly Owned Subsidiary.

The Board is requested to consider and to pass the following resolution, with or without modification(s):

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013, Corporations Act 2001 and other applicable laws, if any, consent of the Board be and is hereby accorded for incorporation of a Wholly Owned Subsidiary in the name and style of '_____' or such other name as may be made available and approved by the Registrar of Companies.

RESOLVED FURTHER THAT any one of the Director of the Company and the Key Managerial Personnel of the Company be and are hereby severally authorized to sign forms seeking the availability of the above name or any other name in the event of non-availability of the aforesaid name.

RESOLVED FURTHER THAT the proposed wholly-owned subsidiary company be incorporated with an authorised share capital of INR _____/- (_____Only) divided into _____Equity Shares of _____/- each.

RESOLVED FURTHER THAT the initial subscribed and paid-up share capital of the proposed subsidiary company shall be _____/- divided into _____Equity Shares of _____/- each, to be subscribed as under:

Name of Subscriber	No. of Shares	Face Value per Share	Amount
Earkart Limited			
Mr. _____(Nominee of Earkart Limited)			
Total			

RESOLVED FURTHER THAT Mr. _____, residing at _____, be and is hereby nominated to hold 1 equity share(s) in the proposed wholly-owned subsidiary company on behalf of the Company.

RESOLVED FURTHER THAT the following persons be appointed as the first directors of the proposed wholly-owned subsidiary company:

Mr. _____
Mr. _____

RESOLVED FURTHER THAT the Registered Office of the proposed subsidiary company shall be situated at: _____.

RESOLVED FURTHER THAT any of the Directors of the Company, and/or the Key Managerial Personnel of the Company, be and are hereby severally authorised to do all acts, deeds, matters and things and execute all documents, make all filings, take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including removing any difficulty arising in relation thereto, and complying with all other requirements in this regard.

RESOLVED FURTHER THAT any of the Directors of the Company, and/or the Key Managerial Personnel of the Company be and are hereby authorized to certify the true copy of the aforesaid resolutions and the same way be forwarded to any concerned authorities for necessary action."

8. **To consider any other matter with the permission of the Chair**

Any item not included in the agenda may be taken up for consideration with the permission of the. Chairperson and with the consent of the majority of the Directors present in the meeting.

9. **To announce a summary of the decisions taken in the Board meeting**

The Chairperson to announce the summary of all the decisions taken during the Board meeting in respect of each item of the agenda.

10. **Roll Call of all Directors attending in person and attending via audio-video conferencing**

A roll call will be conducted of all the Directors present at the meeting and all such Directors shall state the following information for the record:

(i) Full name and location;

(ii) That they can completely and clearly see and communicate with the other participants throughout the duration of the meeting; and

(iii) That no person other than themselves was attending the meeting through electronic mode to their best knowledge or as a result of their actions.

11. **Duration of the meeting**

The Chairperson to note the commencement and conclusion time of the meeting.

12. **Vote of thanks**

The Chairperson will confirm whether a quorum was present throughout the meeting or not. The meeting will be concluded with a vote of thanks to the Chair.

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