NOTICE

NOTICE is hereby given that the 9th Annual General Meeting ("AGM") of the members of **Addictive Learning Technology Limited** ("the Company") will be held on, Monday, 28th day of September 2026 at 9:00 A.M. (IST) through Video Conferencing / Other Audio Visual Means (VC/OAVM). No physical meeting of members will be held, however, the meeting will be deemed to have been held at the Registered office of the Company at Space Creattors Heights, 3rd Floor, Landmark Cyber Park, Golf Course Extension, Sector 67, Gurgaon, Haryana - 122102. Following businesses shall be transacted at the meeting:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT the audited Standalone financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **To receive, consider and adopt the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026 and the reports of the Auditors thereon, and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT the audited consolidated financial statements of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

3. **To re-appoint Mr. Siddhant Singh Baid (DIN: 07809583) Executive Director, who retires by rotation and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder including any statutory modifications or re-enactment thereof for the time being in force, Mr. Siddhant Singh Baid (DIN: 07809583), Executive Director of the Company, who retires by rotation at this meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as Executive Director of the Company who shall be liable to retire by rotation in accordance with the Companies Act, 2013."

SPECIAL BUSINESS:

4. **To appoint Ms. Honey Pamnani (DIN: 11175943) as a Non-Executive Independent Director of the Company, and in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:**

"RESOLVED THAT pursuant to provisions of Section(s) 149, 152, 161, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation(s) 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and any other laws prevailing for the time being in force, Ms. Honey Pamnani (DIN: 11175943), who has submitted a declaration that she meets the criteria of independence as provided in the Act, Rules & Regulations made thereunder and who was appointed as an Additional Director in the capacity of Non-Executive Independent Director by Board of Directors of the Company with effect from December 15, 2025, based on the recommendation of Nomination and Remuneration Committee and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a Member proposing her candidature for office of Director, be and is hereby appointed as a Non-Executive Director in the capacity of Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years from December 15, 2025 to December 14, 2030 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197, and other applicable provisions of the Act and the Rules made thereunder, Ms. Honey Pamnani shall be entitled to receive the fees as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time.

RESOLVED FURTHER THAT any of the Directors of the Company and the Company Secretary be and are hereby severally authorised to do all such acts, and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **Revision of Remuneration payable to Mr. Ramanuj Mukherjee, Managing Director (DIN: 05017261), and in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:**

"RESOLVED THAT further to the resolution passed at the Extra Ordinary General Meeting of the Company held on 13th October 2023 for the remuneration payable to Mr. Ramanuj Mukherjee, Managing Director (DIN: 05017261) and pursuant to provisions of Section(s) 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and any other applicable laws and such other permissions, sanction(s) and approval(s) as may be required, the consent of the members of the Company be and is

hereby accorded to the revision of the maximum managerial remuneration payable to Mr. Ramanuj Mukherjee, Managing Director (DIN: 05017261) with effect from the 1st October, 2026 for the remaining period of his present term of appointment up to 18th September 2028, and that the remuneration to be paid to him, including in the event of loss or inadequacy of profits in any financial year during the aforesaid period, as set out below, is hereby specifically sanctioned with the other terms and conditions of his appointment remaining the same, and with the liberty to the Board of Directors to alter, vary and modify the terms and conditions of the said appointment and/or remuneration, in such manner as may be agreed to between the Board of Directors and Mr. Ramanuj Mukherjee within and in accordance with the Act or any amendment thereto.

Remuneration payable:

1.	**SALARY**	
a.	Basic	Rs.31,50,000 per annum
b.	Other Allowances	Rs.13,75,000
c.	Special Allowance	Rs.13,75,000
2.	**INCENTIVE (Variable and dependent upon achievement of targets)**	Rs.25,00,000
3.	**PERQUISITES**	Reimbursement of medical expenses, leave travel allowance, furnished accommodation, company maintained car, club membership, telephone and such other perquisites in accordance with the Company's rules, the monetary value of such perquisites to be determined in accordance with the Income-Tax Rules, 1962, being restricted to such amount so that the total remuneration is within the maximum permissible amount under the provisions of Schedule V of the Act.
4.	**CONTRIBUTION TO PROVIDENT FUND ETC.**	Company's contribution to provident fund and superannuation fund or annuity fund, gratuity payment as per Company's rules and encashment of leave at the end of his tenure shall not be included in the computation of ceiling on remuneration and perquisites as aforesaid.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Ramanuj Mukherjee shall be entitled to receive remuneration including perquisites, etc. up to the limit as approved by the members herein above, as minimum remuneration.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, the same shall be within the limit as approved by the members.

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to between the Board and Mr. Ramanuj Mukherjee shall be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law."

6. **Revision of Remuneration payable to Mr. Abhyudaya Agarwal, Whole Time Director (DIN: 05016416), and in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:**

"RESOLVED THAT further to the resolution passed at the Extra Ordinary General Meeting of the Company held on 13th October 2023 for the remuneration payable to Mr. Abhyudaya Agarwal, Whole Time Director (DIN: 05016416) and pursuant to provisions of Section(s) 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and any other applicable laws and such other permissions, sanction(s) and approval(s) as may be required, the consent of the members of the Company be and is hereby accorded to the revision of the maximum managerial remuneration payable to Mr. Abhyudaya Agarwal, Whole Time Director (DIN: 05016416) with effect from the 1st October, 2026 for the remaining period of his present term of appointment up to 12th October 2028, and that the remuneration to be paid to him, including in the event of loss or inadequacy of profits in any financial year during the aforesaid period, as set out below, is hereby specifically sanctioned with the other terms and conditions of his appointment remaining the same, and with the liberty to the Board of Directors to alter, vary and modify the terms and conditions of the said appointment and/or remuneration, in such manner as may be agreed to between the Board of Directors and Mr. Abhyudaya Agarwal within and in accordance with the Act or any amendment thereto.

Remuneration payable:

1.	**SALARY**	
a.	Basic	Rs.31,50,000 per annum
b.	Other Allowances	Rs.13,75,000
c.	Special Allowance	Rs.13,75,000
2.	**INCENTIVE (Variable and dependent upon achievement of targets)**	Rs.25,00,000
3.	**PERQUISITES**	Reimbursement of medical expenses, leave travel allowance, furnished accommodation, company maintained car, club membership, telephone and such other perquisites in accordance with the Company's rules, the monetary value of such

		perquisites to be determined in accordance with the Income-Tax Rules, 1962, being restricted to such amount so that the total remuneration is within the maximum permissible amount under the provisions of Schedule V of the Act.
4.	**CONTRIBUTION TO PROVIDENT FUND ETC.**	Company's contribution to provident fund and superannuation fund or annuity fund, gratuity payment as per Company's rules and encashment of leave at the end of his tenure shall not be included in the computation of ceiling on remuneration and perquisites as aforesaid.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Abhyudaya Agarwal shall be entitled to receive remuneration including perquisites, etc. up to the limit as approved by the members herein above, as minimum remuneration.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, the same shall be within the limit as approved by the members.

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to between the Board and Mr. Abhyudaya Agarwal shall be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law."

7. **Revision in the Maximum Remuneration payable to Mr. Siddhant Singh Baid, Executive Director (DIN: 07809583), and in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:**

"RESOLVED THAT further to the resolution passed at the Extra Ordinary General Meeting of the Company held on 13th October 2023 for the remuneration payable to Mr. Siddhant Singh Baid, Executive Director (DIN: 07809583) and pursuant to provisions of Section(s) 197,198 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Schedule V of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company and any other applicable laws and such other permissions, sanction(s) and approval(s) as may be required, the consent of the members of the Company be and is hereby accorded to the revision of the maximum managerial remuneration payable to Mr. Siddhant Singh Baid, Executive Director (DIN: 07809583) with effect from the 1st October, 2026 for the remaining period of his present term of appointment up to 12th October 2028, and that the remuneration to be paid to him, including in the event of loss or inadequacy of profits in any financial year during the aforesaid period, as set out

below, is hereby specifically sanctioned with the other terms and conditions of his appointment remaining the same, and with the liberty to the Board of Directors to alter, vary and modify the terms and conditions of the said appointment and/or remuneration, in such manner as may be agreed to between the Board of Directors and Mr. Siddhant Singh Baid within and in accordance with the Act or any amendment thereto.

Remuneration payable:

1.	**SALARY**	
a.	Basic	Rs.24,42,440 per annum
b.	HRA	Rs.12,21,220 per annum
c.	Special Allowances	Rs.7,19,772 per annum
d.	Other Allowances	Rs.4,79,848 per annum
2.	**INCENTIVE (Variable and dependent upon achievement of targets)**	Rs.12,00,000 per annum
3.	**PERQUISITES**	Reimbursement of travel expenses, mobile and internet expenses and entertainment / refreshment expenses in accordance with the Company's rules, the monetary value of such perquisites to be determined in accordance with the Income-Tax Rules, 1962, being restricted to such amount so that the total remuneration is within the maximum permissible amount under the provisions of Schedule V of the Act.
4.	**CONTRIBUTION TO PROVIDENT FUND ETC.**	Company's contribution to provident fund and superannuation fund or annuity fund, gratuity payment as per Company's rules and encashment of leave at the end of his tenure shall not be included in the computation of ceiling on remuneration and perquisites as aforesaid.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Siddhant Singh Baid shall be entitled to receive remuneration including perquisites, etc. up to the limit as approved by the members herein above, as minimum remuneration.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, however, the same shall be within the limit as approved by the members.

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), that is, the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the terms and conditions of the said appointment as agreed to between the Board and Mr. Siddhant Singh Baid shall be

suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law."

8. **Variation in the Objects / Terms of Utilisation of the Initial Public Offering ("IPO") Proceeds, and in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 13(8) and 27 of the Companies Act, 2013, (the "Act") and other applicable provisions, if any, of the Act read with Rule 32 of the Companies (Incorporation) Rules, 2014 and Rule 7 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") (including any statutory modification or re-enactment thereof) and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, and subject to any other applicable approvals, permissions and/or sanctions as may be required, the consent of the shareholders of the Company be and is hereby accorded for the variation in the objects and terms of utilisation of the Initial Public Offering (IPO) proceeds ("IPO Proceeds"), as stated in the Prospectus dated 25th January, 2024 ("Prospectus") filed by the Company with the Registrar of Companies ("ROC") and the Securities and Exchange Board of India ("SEBI"), in the following manner:

(Amount in Rs. Lakhs)

Particulars	Total Amount Raised	Amount Utilised upto 31-3-2026	Amount Unutilised as at 31-3-2026	Proposed Variation	Revised unutilised amount after variation	Proposed Revised timeline for Utilisation
Unidentified Acquisition (In India & Abroad)	500.00	-	500.00	The unutilised amount is sought to be allocated towards working capital.	Nil	Not Applicable
Identified Acquisition	300.00	100.00	200.00	Further time is sought for utilization of the amount	200.00	Up to Financial Year 2027-28
Investment in Technology	800.00	800.00	Nil	No variation		
Development of new courses	500.00	500.00	Nil	No variation		
Branding & Marketing Expenses	1000.00	1000.00	Nil	No variation		
Working Capital Requirement	800.00	800.00	Nil	The allocation for unidentified acquisitions and surplus of issue expenses shall be added to allocation towards working capital	521.32	Proposed to be utilized in Financial Year 2026-27
General Corporate Purposes	859.43	859.43	Nil	No variation		
Issue Expenses	1032.37	1011.05	21.32	The unutilized amount is sought to be allocated towards working capital	Nil	Not Applicable
Total	5791.80	5070.48	721.32			

RESOLVED FURTHER THAT the proposed variation in the objects / terms of utilisation of the IPO Proceeds shall be undertaken by the Company only if such variation is approved with the requisite majority of shareholding.

RESOLVED FURTHER THAT any of the Directors of the Company, be and are hereby severally authorized to do all such acts, deeds and things as they may, in their discretion, deem necessary or desirable or expedient to give effect to this resolution, for and on

behalf of the Company including but not limited to making applicable filings and disclosures as may be required."

9. **Appointment of Secretarial Auditor and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable laws/statutory provisions, if any, as amended from time to time, Mohit Kaushik, Practising Company Secretary (Membership Number A54719) be and is hereby appointed as Secretarial Auditor of the Company for the year 2026-27, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Company Secretary of the Company and the Secretarial Auditor."

For and behalf of the Board
For Addictive Learning Technology Limited

sd/-

Komal Shah
Company Secretary and Compliance Officer
Membership Number: ACS 14073
Date: August 27, 2026
Place: Mumbai

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act") setting out material facts concerning the business under Item Nos. 4,5,6,7,8 & 9 of the accompanying Notice, is annexed hereto. The Explanatory Statement also contains the relevant details as required by Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI").

2. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of AGM through VC/ OAVM, collectively referred to as "MCA Circulars".

3. Notice of the AGM along with the Annual Report for financial year ("FY") 2025-26 is being sent by electronic mode to those Members whose e-mail IDs are registered with the Company or National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL"), collectively ("Depositories"). [SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024, collectively referred as "SEBI Circulars"] The Notice and Annual Report FY 2025-26 is available on the following websites (a) Company - https://lawsikho.com/Investors (b) National Stock Exchange of India Limited - www.nseindia.com.

4. Institutional shareholders/Corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or Governing Body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail ID: vivekrawal89@gmail.com with a copy marked to evoting@cdslindia.com. Institutional shareholders/Corporate shareholders can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under the "e-voting" tab in their login.

5. Members attending the AGM through VC/OAVM shall be counted for the purpose of determining the quorum as per the Section 103 of the Companies Act, 2013.

6. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA

Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and route map of AGM are not annexed to this Notice.

7. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

8. The Board of Directors has appointed Mr. Vivek Rawal, Proprietor of M/s. Rawal & Co., Company Secretaries Firm as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

10. In case of individual shareholders holding securities in dematerialized mode and who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the cutoff date may follow steps mentioned under the heading “Instructions for remote e-voting and joining virtual meetings” as follows.

11. Instructions for remote e-voting and joining virtual meetings:

INSTRUCTIONS FOR E-VOTING:

i. The voting period begins at 9:00 AM on Friday, 25th September, 2026 and ends at 5:00 PM on Sunday, 27th September, 2026. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st September 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue. However, members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM.

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

iii. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting 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 users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from 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 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.

Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	5) 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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

iv. 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. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

v. After entering these details appropriately, click on "SUBMIT" tab.

vi. 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.

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

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

ix. 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.

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

xi. 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.

xii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

xiii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

xiv. 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.

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

xvi. **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 & can be delinked in case of any wrong mapping.
- It is a mandatory requirement 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 mandatorily 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 compliance@lawsikho.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 AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on a 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 EGM/AGM without restriction on account of first come first served basis.

2. The procedure for attending the meeting & e-Voting on the day of the AGM is the same as the instructions mentioned above for e-voting prior to the date of the AGM.

3. The link for VC/OAVM to attend the meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for e-voting.

4. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote again at the AGM.

5. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

6. Further shareholders will be required to allow the use of camera and use internet with a good speed to avoid any disturbance during the meeting.

7. 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.

8. 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 at least **7 (seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 (seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at compliance@lawsikho.in. These queries will be replied to by the Company suitably by email.

9. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.

10. Only those shareholders, who are present in the AGM through VC/OAVM facility and who 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.

11. 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 may 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.**

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

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

12. 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 as on Monday, 21 September 2026 (cut-off date) will be entitled to vote during the AGM.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/mobile no., PAN, mandates, choice of nominations, power

of attorney, bank details viz., name of the bank and branch details, bank account, MICR code, IFSC code, etc. through their Depositary Participants.

14. The facility for making nominations 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 (Section 72 of the Act). If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their DP.

15. Members seeking any information with regard to the financial statements or any other matters to be placed at the AGM are requested to write to the Company on compliance@lawsikho.in latest by Tuesday, 22 September 2026, from their registered e-mail ID, mentioning their name, DP ID and Client ID/Folio No. The same will be replied by the Company suitably.

16. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in this Notice or Explanatory Statement will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to compliance@lawsikho.in latest by Tuesday, 22 September 2026.

17. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian securities market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website www.lawsikho.com

For and behalf of the Board
For Addictive Learning Technology Limited

sd/-

Komal Shah
Company Secretary and Compliance Officer
Membership Number: ACS 14073
Date: August 27, 2026
Place: Mumbai

ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

Consequent upon resignation of Ms. Debbolina Ghosh and based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company, vide its resolution dated 15th December, 2025, have appointed Ms. Honey Pamnani (DIN: 11175943), as an Additional Director, in the capacity of Non-Executive Independent Director, in accordance with the provisions of Section(s) 149, 152, 161, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") (including any statutory modification(s) or re-enactment made thereof for the time being in force), to hold office for a term of 5 (five) consecutive years from December 15, 2025 to December 14, 2030 (both days inclusive), subject to the approval of shareholders of the Company through Special Resolution.

The Company has received a declaration from Ms. Honey Pamnani that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and under Regulation 16(1)(b) of the LODR. Further, she is not disqualified from being appointed as a Director in terms of Companies Act, 2013 and is not debarred from holding the office of a Director by virtue of any Order passed by the SEBI or any other such authority and has also consented to act as Director of the Company. A copy of the draft letter of appointment of Ms. Honey Pamnani setting out the terms and condition of appointment is available for inspection by the Members at the registered office and corporate office of the Company.

Further, the Company has received a notice from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose the appointment of Ms. Honey Pamnani as Independent Director of the Company. The details / information pursuant to Regulation 36(3) of LODR and Secretarial Standard - 2 with respect to appointment of Director is detailed in **Annexure - A** to this Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives, other than Ms. Honey Pamnani, are concerned or interested in this Resolution. The Board considers it desirable to avail the expertise and guidance of Ms. Honey Pamnani on the Board as an Independent Director and recommends passing of Special Resolution at Item No. 4.

Item Nos. 5 and 6

At the Extraordinary General Meeting of the Company held on Friday, October 13, 2023, the remuneration of Mr. Ramanuj Mukherjee (DIN:05017261) as the Managing Director of the Company and the remuneration of Mr. Abhyudaya Agarwal (DIN: 05016416) as the Whole Time Director of the Company was approved by the members of the Company. The said remuneration was approved in accordance with the applicable provisions of the Companies Act, 2013 ("Act") and rules made thereunder, read with Schedule V. In order to bring greater flexibility in structuring the remuneration, it is proposed to modify the composition of the package by changing certain components, such as other allowances and special allowance and introducing

a variable component in the compensation which would become payable only upon achievement of specific milestones.

The members are requested to note that the total fixed amounts of basic salary and allowances in the remuneration payable to Mr. Ramanuj Mukherjee, Managing Director and Mr. Abhyudaya Agarwal, Whole Time Director of the Company have, in fact, been reduced compared to the fixed amounts previously approved by the members of the Company. A capped variable payment element has been introduced with intention to incentivise the Directors to improve the overall performance of the Company. There were no caps in the previously approved resolution for a variable pay bonus. The remuneration shall, at all times continue to be within the overall limits provided for in Section 197 and Schedule V to the Companies Act, 2013.

The Board, based on the recommendation of the Nomination and Remuneration Committee, considered and approved the revision of remuneration of the Managing Director and Whole Time Director of the Company in their meeting held on August 27, 2026, subject to approval of the members of the Company. Accordingly, it is proposed to revise the remuneration of the Managing Director and Whole Time Director of the Company, effective from 1st October, 2026 till the completion of their existing tenure. The revised terms and conditions of remuneration payable to each of the Managing Director and the Whole Time Director of the Company are as detailed in the respective resolutions for their appointment.

Item No. 7

At the Extraordinary General Meeting of the Company held on Friday, October 13, 2023, the remuneration of Mr. Siddhant Singh Baid (DIN:07809583) as the Executive Director of the Company was approved by the members of the Company. The said remuneration was approved in accordance with the applicable provisions of the Companies Act, 2013 (“Act”) and rules made thereunder, read with Schedule V. In order to bring greater flexibility in structuring the remuneration, it is proposed to modify the composition of the package by introducing a variable payment element to incentivize the Executive Director to improve the overall performance of the Company.

The members are requested to note that the fixed amounts of basic salary and allowances in the remuneration payable to Mr. Siddhant Singh Baid have in fact, been reduced from the amounts previously approved by the members of the Company. A capped variable payment element has been introduced with intention to incentivise the Directors to improve the overall performance of the Company. There were no caps in the previously approved resolution for a variable pay bonus. The remuneration shall, at all times continue to be within the overall limits provided for in Section 197 and Schedule V to the Companies Act, 2013.

The Board, based on the recommendation of the Nomination and Remuneration Committee, considered and approved the revision of remuneration of the Executive Director of the Company in their meeting held on August 27, 2026, subject to approval of the members of the Company. Accordingly, it is proposed to revise the maximum remuneration payable to the Executive Director of the Company, effective from October 1, 2026 till the completion of his existing tenure. The revised terms and conditions of remuneration payable to the Executive Director of the Company are as provided in the resolution for his appointment.

Item No. 8

VARIATION IN THE OBJECTS / TERMS OF UTILISATION OF THE INITIAL PUBLIC OFFERING ("IPO") PROCEEDS:

1. Background

The Company had undertaken an Initial Public Offering ("IPO") in the Financial Year 2023-24, which consisted of a fresh issue of equity shares by the Company aggregating to INR 5791.80 lakhs ("IPO Proceeds"), comprising 41,37,000 equity shares.

The net proceeds received by the Company from the fresh issue component of the IPO after deduction of expenses in relation to the fresh issue from the IPO Proceeds was INR 4780.75 lakhs.

2. The original purpose or object of the issue as per Prospectus and total money raised

The Company had outlined the following items as the objects towards which the IPO Proceeds (excluding issue related expenses) would be utilised in the section "Objects of the Offer" in the Prospectus dated 25th January, 2024 ("Prospectus"), in connection with the IPO:

(Amount In Rs. Lakhs)

S. No	Particulars	Amount to be funded from Net Proceeds	Expenses incurred till January 23,2024	Estimated Utilisation of Net Proceeds (F.Y. 2023-24)	Estimated Utilisation of Net Proceeds (F.Y. 2024-25)	Estimated Utilisation of Net Proceeds (F.Y. 2025-26)
1	Unidentified Acquisition (In India & Abroad)	500	Nil	Nil	300	200
2	Identified Acquisition	300	Nil	300	Nil	Nil
3	Investment in Technology	800	Nil	Nil	400	400
4	Development of new courses	500	Nil	Nil	300	200
5	Branding & Marketing Expenses	1000	Nil	Nil	800	200
6	Working Capital Requirement	800	Nil	100	600	100
7	General Corporate	859.43	Nil	Nil	700	159.43

	Purposes					
8	Issue Expenses	1032.37	21.54	1032.37	Nil	Nil
	Total	5791.80	21.54	1432.37	3100	1259.43

3. The money actually utilised for the original objects of the Company stated in the Prospectus, the extent of achievement of proposed objects and the unutilised amount out of the money so raised through prospectus-

(Amount In Rs. Lakhs)

Sr. No	Original objects of the IPO as stated in the Prospectus	Total amount raised	Amount utilised as on 31st March 2026	Extent of achievement of proposed objects in terms of percentage	Amount unutilised as on 31st March, 2026
1	Unidentified Acquisition (In India & Abroad)	500	0	0	500
2	Identified Acquisition	300	100	33.33%	200
3	Investment in Technology	800	800	100%	0
4	Development of new courses	500	500	100%	0
5	Branding & Marketing Expenses	1000	1000	100%	0
6	Working Capital Requirement	800	800	100%	0
7	General Corporate Purposes	859.43	859.43	100%	0
8	Issue Expenses	1032.37	1011.05	97.93%	21.32
	Total	5791.8	5070.48	87.55%	721.32

The percentage of unutilised amount for which the variation of objects is sought amounts to 9.00% of the total issue proceeds.

4. The particulars of the proposed variation in the objects for which the Prospectus was issued

(Amount in Rs. Lakhs)

Particulars	Total Amount Raised	Amount Utilised upto 31-3-2026	Amount Unutilised as at 31-3-2026	Proposed Variation	Revised unutilised amount after variation	Proposed Revised timeline for utilisation
Unidentified Acquisition (In India & Abroad)	500.00	-	500.00	The unutilised amount is sought to be allocated towards working capital.	Nil	Not Applicable
Identified Acquisition	300.00	100.00	200.00	Further time period is sought for the utilization of the unutilized amount	200.00	Up to Financial Year 2027-28
Investment in Technology	800.00	800.00	Nil	No variation		
Development of new courses	500.00	500.00	Nil	No variation		
Branding & Marketing Expenses	1000.00	1000.00	Nil	No variation		
Working Capital Requirement	800.00	800.00	Nil	The allocation for unidentified acquisitions as well as surplus allocation of issue expenses shall be allocated towards working capital	521.32	Proposed to be utilized in Financial Year 2026-27
General Corporate Purposes	859.43	859.43	Nil	No variation		
Issue Expenses	1032.37	1011.05	21.32	The unutilized amount is sought to be allocated towards working capital	Nil	Not Applicable
Total	5791.80	5070.48	721.32			

5. The reason and justification for seeking variation in the objects of the IPO

Background:

As on 27th August 2026, the Company has utilised an amount of ₹50,70,48,000 towards the aforesaid objects, and an amount of ₹7,21,32,000 ("Unutilised Amount") remains unutilised and is currently held in debt mutual funds and liquid bonds as well as other liquid avenues, pending deployment.

INR 5,00,00,000 had been allocated for the purpose of unidentified acquisitions. Despite the Company's efforts to pursue unidentified acquisition opportunities, including identifying suitable targets, reviewing their technology and systems, conducting discussions with potential target entities and attempting to arrive at an agreed Term Sheet or Letter of Intent with the founders of the potential targets and the target entities themselves, the Company has been unable to finalize a suitable target on account of lack of suitable alternatives and disagreements with respect to the valuation, terms and conditions of the acquisition and hence, the management seeks to allocate this unutilized amount towards the working capital requirements of the Company.

Further, as against the budgeted allocation of Rs.10,32,37,000 towards the issue expenses, the actual issue expenses incurred were only Rs.10,11,05,000 and accordingly an amount of Rs.21,32,000 remains outstanding. The Company seeks to reallocate this excess amount also towards its working capital requirements.

Further, the Company had stated in its prospectus that the amounts raised shall be fully deployed by the end of the year 2025-26. However, the Company seeks additional time of one year in order to deploy the unutilized issue proceeds of INR5,21,32,000.

Further, the balance amount of Rs.2,00,00,000 allocated for the acquisition of Dataisgood Edutech Private Limited (identified acquisition) has not become payable in accordance with the provisions of the Share Purchase and Shareholders Agreement entered into by the Company with the promoters and shareholders of Dataisgood Edutech Private Limited. Accordingly, further time limit is sought for utilization of the balance amount up to the end of Financial Year 2027-28.

6. Specifics of the proposed variation.

The Board of Directors of the Company, at its meeting held on 27th August 2026, has approved, subject to the approval of the shareholders by way of a special resolution and other applicable regulatory/statutory approvals as may be required, the variation in the objects of the issue as set out in the Prospectus, such that out of the total Unutilised Amount of ₹7,21,32,000, an amount of ₹5,21,32,000 originally earmarked for unidentified acquisitions as well as for issue expenses, be reallocated and utilised towards the working capital requirements of the Company.

The revised object-wise utilisation of the unutilised Net Proceeds, post the proposed variation, shall be as follows:

(Amounts in Rs. lakhs)

Particulars	Total Amount Raised	Amount Utilised upto 31-3-2026	Amount Unutilised as at 31-3-2026	Proposed Variation	Revised unutilised amount after variation	Proposed Revised timeline for utilisation
Identified acquisition	300.00	100.00	200.00	Further time is sought for utilization of the unutilized amount	200.00	Up to Financial Year 2027-28
Working Capital Requirement	800.00	800.00	Nil	The allocation for unidentified acquisitions as well as excess allocation for issue expenses shall be added to working capital	521.32	Proposed to be utilized in Financial Year 2026-27

7. Rationale to reallocate funds:

While the Company undertook efforts in order to identify and close targets for acquisition, so far it has been unable to find suitable targets which complement the business or support the growth of the Company. The management is of the opinion that the funds which are earmarked for the acquisitions can be better utilised towards the working capital and organic growth. Even though the Company is generating sufficient cash flow from internal operations, deploying the additional funds towards the working capital will generate better returns compared to retaining the funds in the liquid securities for a purpose which is no longer necessary.

Further, the excess funds earmarked for the issue expenses can also be better utilized for deployment towards the working capital.

The Board believes that the proposed reallocation is in the best interest of the Company and its shareholders for the following reasons:

1. The acquisition opportunities originally contemplated are no longer viable on commercially acceptable terms.
2. The reallocation ensures optimal utilisation of idle funds rather than continued deployment in low-yield instruments at the cost of taking away the funds from business growth.
3. The proposed use continues to be aligned with the Company's stated object of working capital, as disclosed in the Prospectus, and does not constitute a diversion of funds for any unrelated or prohibited purpose.

8. The proposed time limit within which the proposed varied objects would be achieved-

Particulars	Total Amount Raised	Amount Utilised upto 31-3-2026	Amount Unutilised as at 31-3-2026	Proposed Variation	Revised unutilised amount after variation	Proposed Revised timeline for utilisation
Identified acquisition	300.00	100.00	200.00	Further time is sought for utilization of the unutilized amount	200.00	Up to Financial Year 2027-28
Working Capital Requirement	800.00	800.00	Nil	The allocation for unidentified acquisitions as well as excess allocation for issue expenses shall be added to working capital	521.32	Proposed to be utilized in Financial Year 2026-27

9. The estimated financial impact of the proposed alteration on the earnings and cash flow of the Company

a) Impact on Earnings:

- The reallocation of ₹5,21,32,000 from acquisition related deployment / idle investment to working capital enable the Company to finance the growth from internal funds.
- No acquisition-related earnings accretion (e.g., synergies, incremental revenue from the target) was factored into the original object and therefore there is no adverse impact on the Company's independent earnings trajectory on account of the proposed variation.

b) Impact on Cash Flows

- The amount of INR 521.32 lakhs out of the Unutilised Amount, currently placed in liquid instruments and other liquid avenues generating a yield of a certain percentage, will, upon reallocation, be deployed towards funding the Company's operating cycle, including payment to consultants, payment for AI subscriptions etc. The return from this deployment towards working capital may not generate a fixed percentage of return like the liquid instruments.

- The proposed variation does not involve any change in the overall Net Proceeds raised or any material change at the Company level; it represents an internal reallocation of already-raised funds.
- There is no material adverse impact anticipated on the Company's liquidity position or capital structure as a result of this variation. The Company has hardly any borrowings as on the date of this explanatory statement.

c) Overall Assessment

Having regard to the above, the Board of Directors is of the view that the proposed variation in the objects of the issue from utilisation towards unidentified acquisitions as well as the excess funds unutilised for issue expenses to utilisation towards working capital requirements - is in the best interest of the Company, as it will enable optimal and timely deployment of INR 521.32 lakhs from the Unutilised Amount, support the Company's ongoing operational requirements, and is expected to have a positive impact on the Company's earnings and cash flows, without any adverse effect on shareholders.

10. The amount proposed to be utilized for the new objects -

Rs.5,21,32,000 is proposed to be utilized towards funding working capital requirements.

11. The clause-wise details as specified in sub-rule (3) of rule 3 as was required with respect to the originally proposed objects of the issue

This disclosure is not applicable as rule 3 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 has been omitted w.e.f. 7 May 2018.

12. Risk factors pertaining to new objects

The Management proposes to use the unutilized funds as noted above for funding working capital requirements. Funds parked towards acquisition are anyway currently unutilized and lying in liquid investments yielding certain percentage returns. Once re-classified, they can be utilised towards overall business growth which depends on many internal and external factors, but the consistent percentage return will no longer be there. The anticipated impact on earnings from deployment towards working capital is based on management's current estimates of the Company's operating cycle, sales growth, and cost structure and may vary due to market and business conditions.

13. The place from where any interested person may obtain a copy of the notice of resolution to be passed

Any interested person may access the notice of the resolution from the Company’s website at https://lawsikho.com/investors and the website of National Stock Exchange of India Ltd.

14. Any other relevant information which is necessary for the members to take an informed decision on the proposed resolution

Exit Offer will be provided to dissenting shareholders if required as per Schedule XX of SEBI (ICDR) Regulations, 2018 and section 13(8) and 27(2) of the Companies Act, 2013.

The intention of the Board and the Management is to enhance shareholder value through deployment of funds towards business growth. The Board accordingly recommends the resolution set out in the Notice for approval by the shareholders as a special resolution.

None of the Directors, Key Managerial Personnel of the Company, and their respective relatives, are, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company.

Item No. 9

This explanatory statement is provided in accordance with Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity can appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of Mohit Kaushik, Practising Company Secretary (Membership Number A54719) as the Secretarial Auditor of the Company for the year 2026-27, consequent upon the completion of the term of the previous Secretarial Auditor. The appointment is subject to shareholders' approval at the Annual General Meeting.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 9. The Board recommends the resolution set forth in Item No. 9 for the approval of Members as an Ordinary Resolution.

Annexure A

Details of Director seeking appointment and re-appointment at this AGM
(In pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings)

Sr. No.	Name of Director	Mr. Siddhant Singh Baid
1	DIN	**07809583**
2	Date of Birth	14/03/1985
3	Nationality	Indian
4	Date of appointment on Board	13-10-2023
5	Brief resume	Mr. Siddhant Singh Baid, is the "Executive Director" and "Chief Financial Officer" of the company. He was appointed as the Executive director on October 13, 2023 and as the Chief Financial Officer on October 11, 2023. He has more than 14 years of experience in finance. He is an M.B.A from Symbiosis Institute of International Business (2008), signifying his versatile expertise.
6	Nature of Expertise in specific functional area / Background details /Job profile and his suitability	An M.B.A from Symbiosis Institute of International Business (2008), Mr. Siddhant Singh Baid holds expertise in the finance function and in strategies.
7.	Disclosure of relationship between Directors inter-se	None
8.	Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Other listed entities where the person holds directorship: None Membership of committees: (Addictive Learning Technology Limited): 1. Audit Committee 2. Executive Committee 3. Stakeholders' Relationship Committee
9.	Number of shares held in the Company	3,15,063 shares
10.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not applicable

Sr. No.	Name of Director	Ms. Honey Pamnani
1	DIN	11175943
2	Date of Birth	03-02-1988
3	Nationality	Indian
4	Date of appointment on Board	15-12-2025
5	Brief resume	Ms. Honey Pamnani is a mission-driven AI product leader with a strong multidisciplinary background encompassing an MIT MBA, Intellectual Property Law, and Engineering. With over 11 years of experience, she has built and scaled AI-driven products across government institutions, Fortune 500 companies, and high-growth startups. She brings end-to-end expertise in AI products, spanning technology, data, compliance, change management, and business operations. She is currently the Head of Human–AI Integration at a deeptech unicorn, where she leads enterprise AI product strategy and oversees a portfolio of intelligent agents and AI-native systems designed to accelerate decision-making, drive adoption, and embed governance by design. Her work uniquely bridges policy and product, innovation and execution, with a strong focus on enabling human–AI collaboration at scale. Previously, she led national AI-powered skilling initiatives for the Government of India, impacting more than 2.6 million learners and delivering multi-million-dollar value through B2C SaaS platforms.
6	Nature of Expertise in specific functional area / Background details /Job profile and his suitability	AI product leader with 11+ years of experience at the intersection of technology, policy, and governance - specialising in enterprise AI strategy, Human-AI integration, and responsible AI adoption at scale.
7.	Disclosure of relationship between Directors inter-se	None
8.	Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Other listed entities where the person holds directorship: None Membership of committees: (Addictive Learning Technology Limited):

	along with listed entities from which the person has resigned in the past three years	1. Audit Committee 2. Nomination and Remuneration Committee 3. Stakeholders Relationship Committee
9.	Number of shares held in the Company	None
10.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Ms. Pamnani's rare combination of legal, technical, and strategic capabilities - combined with public sector and enterprise experience - makes her a high-value addition to the Board for strengthening technology governance and AI oversight credentials.

For other details such as number of meetings of the Board attended during FY 2025-26, remuneration last drawn, please refer to the Board's Report which forms part of this Annual Report.