



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

## POSTAL BALLOT NOTICE

*(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended, and the applicable Circulars issued by the Ministry of Corporate Affairs (“MCA”), from time to time)*

To,  
The Members,

Notice is hereby given that the resolutions set out below are proposed to be approved by the members of **Associated Alcohols & Breweries Ltd. (“the Company”)** through Postal Ballot, only by way of remote e-voting (“**e-voting**”) provided by the Company, to enable members to cast their votes electronically. The Postal Ballot is being conducted pursuant to Section 110 of the Companies Act, 2013 (“**the Act**”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”), and other applicable provisions of the Act and the Rules; General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 09/2024 dated September 19, 2024, read with other relevant circulars including General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (“**MCA Circulars**”); Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”); Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India; and other applicable laws, rules, and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement pursuant to Section 102(1) and other applicable provisions of the Act, read with the Rules, setting out the material facts in respect of the resolutions proposed in this Postal Ballot Notice, along with the additional information required under the Listing Regulations, is annexed hereto.

### SPECIAL BUSINESS:

#### 1. Alteration in the Clause III(A) of Memorandum of Association(“MOA”) of the Company and to adopt the altered Memorandum of Association of the company:

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

**“RESOLVED THAT** pursuant to Section 13, and other applicable provisions, if any, of Companies Act, 2013 and the rules notified thereunder (including any statutory modification(s), amendments or re-enactment(s) thereof for the time being in force) and further subject to any other laws and regulations, as may be applicable and the enabling provisions of Memorandum and Articles of Association of the Company, consent of the members be and is hereby accorded for insertion of new Clause III (A) 5 after existing Clause III(A) 4 of the Memorandum of Association:

*5. To carry on business of generating, producing, refining, improving, buying, selling, acquiring, using, transmitting, accumulating, and to act as producer, agent, broker, consultant, collaborator, or otherwise to deal in undertake, assist, encourage, promote, developmental, scientific, technical, engineering, research activities associated with the generation, transmission and distribution of power which is*



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

*derived conventional/non-conventional methods including hydel, thermal turbine, thermo electric generator, thermionic convertor, hydrogen, Magneto hydro dynamic, fuel cell technology, solar energy, rooftop solar, ground mounted solar, wind energy, tidal energy, energy from bio mass or from products/ by products of refining operations like petroleum coke, vacuum residue pitch, LNG and other petroleum products and by-products and deal in all apparatus and things required for or capable of being used in connection with installed/established for electricity generation, transmission, distribution, energy conservation, development of means, modes and methods for conservation and efficient utilization of energy, measuring the output and improving the efficiency thereof, supply or otherwise trade in ,accumulation and employment of electricity, all power that may directly or indirectly be derived there from and for that purpose acquire, establish, contract. lay-down. promote, erect, build, install, commission, carry out and run all necessary power sub-station, workshops, repair shops or any other facility or property required for the purpose of carrying on such business for captive generation and captive consumption/ commercial use.*

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to adopt the altered copy of the Memorandum of Association pursuant to changes made in the above stated resolution for alteration in Clause III(A) of the Memorandum of Association by way of insertion of new Clause 5 after the existing Clause 4 and any Director of the Company be and is hereby severally authorized to take all necessary steps, including enter into the agreements, memorandum of understanding, negotiate the terms and conditions and filing of necessary forms and documents with the Registrar of Companies and any other appropriate authority as may be required from time to time, and to do all such acts, deeds, and things as may be deemed necessary or expedient to give effect to the above resolution.”

**2. To confirm and approve the Alteration in the Articles of Association (“AOA”) of the Company and to adopt the altered copy of the AoA:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), and subject to all other applicable laws and regulations, as well as the enabling provisions of the Memorandum and Articles of Association of the Company, the consent of the members be and is hereby accorded to alter the existing Articles of Association of the Company by inserting the following new definition clauses in Article 1, after the definition of “Postal Ballot” in the existing Articles of Association of the Company.”

***“Power Purchase Agreement and wheeling agreement (WA) :or PPA/PPWA”***  
*shall mean the power purchase agreements and power purchase and wheeling agreement entered into between Company, govt. companies, transmission companies, Distribution companies, 3rd party companies and other govt.*



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

*electricity company/boards and Captive User/3rd party power sale and shall include all other power purchase agreements that may be entered into between Company and Captive User/3<sup>rd</sup> party power sale, in the future and upon mutual written agreement, for supply of electricity by the Company to Captive User on a captive consumption or 3<sup>rd</sup> party power sale basis;*

*“Project/s” means the solar, solar-wind hybrid or any other power plants installed/established by the Company for supplying Electricity to the Captive User on a captive consumption basis or sale of power to 3rd party basis, and shall include all other projects that may be entered into between the Company and Captive User/3<sup>rd</sup> party power sale, in the future and upon mutual written agreement, for supply of Electricity by the Company to Captive User on a captive consumption basis or 3<sup>rd</sup> party power sale on ownership/leased land which is provided by Captive User/3rd party power sale for setting up such project on lease, ownership or otherwise;*

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), and subject to all other applicable laws and regulations, as well as the enabling provisions of the Memorandum and Articles of Association of the Company, the consent of the members be and is hereby accorded to alter the existing Articles of Association of the Company by insertion of new clause 157 after the existing Article 156 in the existing Articles of Association of the Company.”

*157. To carry on business of generating, producing, refining, improving, buying, selling, acquiring, using, transmitting, accumulating, and to act as producer, agent, broker, consultant, collaborator, or otherwise to deal in undertake, assist, encourage, promote, developmental, scientific, technical, engineering, research activities associated with the generation, transmission and distribution of power which is derived conventional/non-conventional methods including hydel, thermal turbine, thermo electric generator, thermionic convertor, hydrogen, Magneto hydro dynamic, fuel cell technology, solar energy, rooftop solar, ground mounted solar, wind energy, tidal energy, energy from bio mass or from products/ by products of refining operations like petroleum coke, vacuum residue pitch, LNG and other petroleum products and by-products and deal in all apparatus and things required for or capable of being used in connection with installed/established for electricity generation, transmission, distribution, energy conservation, development of means, modes and methods for conservation and efficient utilization of energy, measuring the output and improving the efficiency thereof, supply or otherwise trade in, accumulation and employment of electricity, all power that may directly or indirectly be derived there from and for that purpose acquire, establish, contract, lay-down, promote, erect, build, install, commission, carry out and run all necessary power sub-station, workshops, repair shops or any other facility or property required for the purpose of carrying on such business for captive generation and captive consumption/ commercial use.*



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

**RESOLVED FURTHER THAT** consent of the members be and is hereby accorded to adopt the altered copy of the Articles of Association pursuant to changes made in the above stated resolutions any Director of the Company be and is hereby severally authorized to take all necessary steps, including entering into agreements, memorandum of understanding, negotiating the terms and conditions, and filing the requisite forms and documents with the Registrar of Companies and any other appropriate authorities as may be required from time to time, and to do all such acts, deeds and things as may be deemed necessary, proper or expedient to give effect to this resolution.”

**Date: 8<sup>th</sup> November 2025**  
**Place: Indore**

**By order of the Board**

**Associated Alcohols & Breweries Limited**  
**CIN: L15520MP1989PLC049380**  
Registered Office:  
4<sup>th</sup> Floor, BPK Star Tower, A.B. Road,  
Indore (M.P.) 452008

**Sd/-**  
**Abhinav Mathur**  
**Company Secretary & Compliance officer**  
**M.No.: A22613**

## NOTES:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the register of members / register of beneficial owners as on **Friday, November 21, 2025 (“Cut-Off Date”)** received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. However, the company has sent the letter to physical shareholder for intimating about the Postal Ballot.
3. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) as the agency to provide e-voting facility.
4. This Postal Ballot Notice will also be available on the Company’s website at <https://associatedalcohols.com/>, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL at <https://www.evotingindia.com/>.
5. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at <https://associatedalcohols.com/>) duly filled and signed along with requisite supporting documents to Ankit Consultancy at 60, Electronic Complex, Pardeshipura, Indore, (M.P.), 452010 having email Id [investor@ankitonline.com](mailto:investor@ankitonline.com), and [compliance@ankitonline.com](mailto:compliance@ankitonline.com).

6. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
7. **Voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.**
8. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended (“**SEBI Master Circular**”), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
9. **The e-voting period commences at 9:00 a.m. (IST) on Saturday, November 29, 2025 and ends at 5:00 p.m. (IST) on Sunday, December 28, 2025.**  
The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.
10. The Board of Directors has appointed CS Ishan Jain, proprietor of Ishan Jain & Co., Practising Company Secretaries (Membership No.: F9978; C.P. No. 13032) (FRN: S2021MP802300), as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser’s decision on the validity of the votes cast in the Postal Ballot shall be final.
11. The Scrutiniser will submit his report, after the completion of scrutiny, to the Chairman and Managing Director of the Company or any person authorised by him.

The results of e-voting will be announced on or before Wednesday, December 31, 2025, and will be displayed on the Company’s website at <https://associatedalcohols.com/> and the website of CDSL at <https://www.evotingindia.com/>.

The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.

12. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Sunday, December 28, 2025.
13. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting.

Members seeking to inspect such documents can send an email to [investorrelations@aabl.in](mailto:investorrelations@aabl.in), [cs@aabl.in](mailto:cs@aabl.in) mentioning his / her / its folio number / DP ID and Client ID.



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

## 14. PROCEDURE FOR E-VOTING:

### (i) E-VOTING FACILITY:

#### THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- (i) The voting period begins on **Saturday, 29<sup>th</sup> November, 2025 at 9:00 A.M.** and **ends Sunday, on 28<sup>th</sup> December, 2025 at 5:00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e., **Friday 21<sup>st</sup> November, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- (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.



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

Pursuant to abovesaid SEBI Circular, Login method for e-Voting 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 <b>CDSL Depository</b> | <ol style="list-style-type: none"><li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li><li>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 &amp; 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.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li><li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li></ol> |
| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b> | <ol style="list-style-type: none"><li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online</li></ol>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

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|                                                                                                             | <p>for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/Ideas DirectReg.jsp">https://eservices.nSDL.com/SecureWeb/Ideas DirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> 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.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 &amp; voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | <p>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.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |

**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**



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

| 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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 Remote e-Voting 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](http://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](http://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:

|                                                     | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>                                                                                                                                                                                                                                                                            |
|-----------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PAN                                                 | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>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.</li> </ul> |
| Dividend Bank Details <b>OR</b> 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.                                                                                                                                                                                                                      |



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

|  |                                                                                                                                                                                                      |
|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|  | <ul style="list-style-type: none"><li>• 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.</li></ul> |
|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

- (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 <Associated Alcohols & Breweries Limited> 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.



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

## (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](http://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](mailto: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 delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@aabl.in](mailto:cs@aabl.in) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto: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](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

4. As per the provisions of Section 72 of the Act and SEBI Master Circular SEBI/HO/MIRSD/POD-1/P/CIR12024137 dated 7<sup>th</sup> May 2024, the facility for making nomination is available for the Members in respect of the shares held by them in physical mode. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 with RTA.
5. Further members holding physical shares are informed that they can opt out of nomination or cancel the existing nomination by filing following form with RTA:
  - a. Form ISR - 3: For opting out of nomination by shareholder(s)
  - b. Form SH - 14: For cancellation or variation to the existing nomination of the shareholder(s)

## STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The following Statement sets out all material facts relating to the Special Business proposed in this Postal Ballot Notice:

### Item No. 1

The Board of directors of the Company, at their meeting held on 8<sup>th</sup> November, 2025, considered a communication received from Madhya Pradesh Power Transmission Company Limited (MPPTCL), Jabalpur and in support of the communication, Madhya Pradesh Electricity Regulatory Commission ("MPERC"), Bhopal has issued procedure for verification of captive generating plants and captive users status as per Rule 3 of the Electricity Rules, 2005 which includes certain Object Clause needs to be incorporated in the Memorandum of Association (MOA) of all Captive User Companies operating in the State of Madhya Pradesh.

The proposal for insertion of New Clause III(A)(5) in the existing Memorandum of Association of the Company, related to Main Objects, as set out in the Notice.

The proposed insertion aims to enable the Company to undertake activities related to the generation and utilization of solar energy, primarily for captive consumption or otherwise. This initiative aligns with the Company's sustainability objectives and long-term strategy to reduce dependence on conventional energy sources, lower operational costs, and promote the use of renewable energy and save the charges for electricity and power.

The insertion would empower the Company to install and operate the existing solar energy systems, fulfil eligibility criteria to avail benefits under various government schemes (such as captive solar power generation), enter into necessary agreements, and comply with applicable laws and approvals related to solar energy power operations.



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

This insertion will not change the existing main business activities of the Company but will supplement them with an environmentally responsible and economically beneficial initiative and support to the main business activities of the Company.

The proposed change requires the approval of the shareholders by way of a Special Resolution under Section 13 of the Companies Act, 2013.

The draft of the proposed amended copy of the Memorandum of Association, shall be available for inspection by the Members at the Registered Office of the Company on all working days from 10.00 A.M. to 5.00 P.M., except Sunday and on holidays, up to the date of Postal Ballot as well as available on the website of the company.

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

The Board recommends the **Special Resolution** as set out in **Item No. 1** of this Postal Ballot Notice for approval of the members of the Company.

## **Item No. 2**

The Board of Directors of the Company, at its meeting held on 8<sup>th</sup> November, 2025, considered a communication received from Madhya Pradesh Power Transmission Company Limited (MPPTCL), Jabalpur and in support of the communication, Madhya Pradesh Electricity Regulatory Commission ("MPERC"), Bhopal has issued procedure for verification of captive generating plants and captive users status as per Rule 3 of the Electricity Rules, 2005 which includes certain new requirements to be incorporated in the Articles of Association (AOA) of all Captive User Companies operating in the State of Madhya Pradesh.

As per the instructions of MPPTCL and the procedures issued by MPERC, Captive User Companies are required to incorporate specific definitions relating to Power Purchase Agreement (PPA) and Projects in the Interpretation Clause of their AOA, in order to ensure compliance with the regulatory framework applicable to captive power consumption and its associated benefits.

In compliance with the above requirement, the Board has proposed to insert new definitions clauses in the Interpretation Clause of the Articles of Association to define the terms "Power Purchase Agreement" and "Projects" and new Article 157 respectively.

The proposed alteration is purely administrative and regulatory in nature and is intended to align the Company's governing documents with the statutory directions issued by MPPTCL and MPERC.

The proposed change requires the approval of the shareholders by way of a Special Resolution under Section 14 of the Companies Act, 2013.

The draft of the proposed amended copy of the Article of Association, shall be available for inspection by the Members at the Registered Office of the Company on all working days from 10.00 A.M. to 5.00 P.M., except Sunday and on holidays, up to the date of Postal Ballot as well as available on the website of the company.



# Associated Alcohols & Breweries Limited

CIN: L15520MP1989PLC049380

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

The Board recommends the **Special Resolution** as set out in **Item No. 2** of this Postal Ballot Notice for approval of the members of the Company.

**Date: 8<sup>th</sup> November 2025**

**By order of the Board**

**Place: Indore**

**Associated Alcohols & Breweries Limited**

**CIN: L15520MP1989PLC049380**

Registered Office:

4<sup>th</sup> Floor, BPK Star Tower, A.B. Road,  
Indore (M.P.) 452008

**Sd/-**

**Abhinav Mathur**

**Company Secretary & Compliance officer**

**M.No.: A22613**