

## POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

**Dear Member(s),**

**NOTICE** is hereby given pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), read with MCA General Circular Nos. 14 & 17/2020 dated 8th April 2020 and 13th April 2020 respectively and MCA General Circular No. 03/2025 dated 22nd September 2025 (“MCA Circulars”) and subject to other applicable laws, rules and regulations, that the Special Resolution appended below is proposed to be passed by the Members by voting only through electronic means (“remote e-Voting”).

The Explanatory Statement pursuant to Sections 102 and 110 of the Act pertaining to the Special Resolution setting out the material facts concerning the same, the reasons thereof and additional information as required under the Listing Regulations are annexed to this Postal Ballot Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-Voting i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions related to e-Voting are appended to this Notice.

The Board of Directors of the Company have appointed CS Mohan D. Baid (Membership No. A3598), M. D. Baid & Associates, Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot only through remote e-Voting process in a fair and transparent manner.

The Company has engaged the services of National Securities Depository Limited for the purpose of providing remote e-Voting facility to all its members. The Members (whether holding shares in demat form or in physical form) are requested to read the related notes to this Postal Ballot Notice and instructions given thereunder carefully and cast their votes by e-Voting. The remote e-Voting period commences on Wednesday, November 19, 2025 at 9:00 A.M. (IST).

Details of Event	Date and Time of Event
Commencement of e-Voting:	Wednesday, November 19, 2025, at 9:00 A.M. (IST)
End of e-Voting	Thursday, December 18, 2025, at 5:00 P.M. (IST)
Cut- Off Date for eligibility to vote	Friday, November 14, 2025

The Scrutinizer will submit his Report to the Company after the completion of scrutiny, of e-Voting in a fair and transparent manner, and the results of the Postal Ballot through e-Voting shall be declared by the Chairman/ Chief Financial Officer/ Company Secretary or any other person authorised by the Chairman on or before Saturday, December 20, 2025 at the Registered Office of the Company and also by placing the same on the Company's website at <https://descoinfra.co.in> and on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com), besides being communicated to BSE Limited ("BSE"). The last date of e-Voting, i.e., December 18, 2025, shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

The resolution for the purpose as stated herein below is proposed to be passed by Postal Ballot (including e-Voting process):

## **Special Business:**

### **Item No. 1.**

#### **To Consider and approve the Variation in Terms of Objects of the Issue of the Initial Public Offer (IPO) for Which Amount was Raised Through Prospectus:**

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 Section 27 of the Companies Act, 2013, read with the Rule 7 of The Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modifications or re-enactments thereof) and other applicable provisions of Companies Act, 2013, Regulation 59 read with Schedule XX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, if any, and such other approvals, permissions and sanctions, as may be necessary, the approval of members of the Company be and is hereby accorded to vary the terms of objects of the issue referred to in the prospectus dated March 27, 2025 (the 'Prospectus') in relation to the terms of utilization of the proceeds received from the initial public offering of equity shares (the 'IPO') made in pursuance of the Prospectus and utilize such proceeds for the objects and in the manner as mentioned in the explanatory statement annexed to this Notice.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised on behalf of the Company to do all such acts, deeds matters and things, as it may, in its absolute discretion, deem necessary or desirable or expedient and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval and ratification thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board of Directors, be and is hereby authorised to delegate all or any of the powers conferred on it by or under the resolution to any of Directors or to the Managing Director or any other Officer(s) of the Company as it may consider appropriate in order to give effect to the resolution.”

**By Order of the Board of Directors  
For, Desco Infratech Limited  
(Formerly known as Desco Infratech Private Limited)**

**Date: 17.11.2025  
Place: Surat**

**Sd/-  
Muskan Khandal  
Company Secretary & Compliance officer  
Membership No: A61122**

## NOTES:

1. The explanatory statement and reasons for the proposed resolution pursuant to Section 102 and 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“The Rules”) setting out material facts is annexed herewith and forms part of this notice.
2. The Board of Directors has at its meeting held on November 17, 2025, appointed CS Mohan D. Baid (Membership No. A3598), M. D. Baid & Associates, Practicing Company Secretaries, Surat, to act as the Scrutinizer, for conducting the Postal Ballot in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to all the members, whose names appear in the Register of Members/List of Beneficial Owners, received from Registrar and Transfer Agents (RTA) as on November 14, 2025. Members receiving the Notice of Postal Ballot whose names do not appear in the Register of Members/ Statement of Beneficial Ownership as mentioned above, should treat this notice for information purposes only.
4. Further, the MCA has, vide the aforementioned General Circular No. 17/2020 dated April 13, 2020 read with General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023, permitted the dispatch of Postal Ballot Notices by email to the Members who have registered their email ids with the Company/ RTA/ Depository Participant/ Depository and secure their votes through e-Voting. In respect of those Members who have not registered their email ids, the Company has provided the mechanism in this notice to register their email ids and a public notice to that effect has been published in the newspapers.
5. The Postal Ballot Notice is being sent by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories, i.e. National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on Friday, November 14, 2025 (“Cut-Off Date”) and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants, in accordance with the provisions of the Act read with the rules made thereunder and the framework provided under the MCA Circulars. The Cut Off Date is for determining the eligibility to vote by electronic means. A person who is not a member as of the Cut-Off Date should treat this Notice for information purposes only. This Notice is also available at the Company’s website: <https://descoinfra.co.in> and the website of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).
6. A Member cannot exercise his vote by proxy on Postal Ballot.

7. The e-Voting period commences on **November 19, 2025 (9:00 A.M.) and ends on December 18, 2025 (5:00 P.M.)**. During this period, Members of the Company, holding shares either in physical or dematerialized form, as on the Cut-off date, i.e., November 14, 2025, may cast their vote electronically.
8. The e-Voting module shall be disabled by NSDL thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
9. In compliance with the terms of MCA Circulars, physical copy of this Notice along with Postal Ballot forms and pre-paid business envelopes will not be sent to the Shareholders for this Postal Ballot and accordingly, the Shareholders are required to communicate their assent or dissent through e-Voting system only.
10. Voting rights shall be reckoned in proportion to the equity shares held by the Shareholders in the paid-up equity share capital of the Company as on the closure of business hours of the cut-off date.
11. The Scrutinizer shall, immediately after the conclusion of the e-Voting, provide their report to the Chairman/ a person authorised by him. The Scrutinizer's decision on the validity of the e-Votes shall be final.
12. The results of the postal ballot through e-Voting will be announced on or before December 20, 2025. The results, together with the Scrutinizer's Report, will be displayed on the Company's website at <https://descoinfra.co.in>. on the website of NSDL at <https://www.evoting.nsdl.com> besides being communicated to BSE.
13. Resolution passed by the Members by means of Postal Ballot is deemed to have been passed at a General Meeting of the Members.
14. The dispatch of Notice shall be announced through an advertisement in at least 1 (one) English newspaper having nationwide circulation and in at least 1 (one) Gujarati newspaper having wide circulation in Gujarat, where the registered office of the Company is situated.
15. The process and manner for remote e-Voting is explained as below:

**Process for e-Voting:**

**E-VOTING INSTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

**Login method for Individual shareholders holding securities in demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="548 751 1458 1161">1. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li data-bbox="548 1203 1458 1654">2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li data-bbox="548 1696 1458 1864">3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>

	<p>4. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <p>  <b>App Store</b>      <b>Google Play</b> </p> <div style="display: flex; justify-content: space-around;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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 Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System My easi Tab and then user your existing my easi username &amp; password.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the</p>

	<p>system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System My easi Tab and then click on registration option.</p> <p>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 e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
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.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [mdbaid@gmail.com](mailto:mdbaid@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com). to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Pallavi Mhatre AVP, at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-Voting for the resolution set out in this notice:**

1. In case shares are held in physical mode please provide 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 [cs@descoinfra.co.in](mailto:cs@descoinfra.co.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@descoinfra.co.in](mailto:cs@descoinfra.co.in). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-Voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**EXPLANATORY STATEMENT SETTING OUT ALL MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (the “ACT”) AND THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (“SEBI LODR”)**

**Item No. 1**

Pursuant to the board resolution dated September 25, 2024, and the special resolution passed pursuant to Section 62(1)(C) of the Companies Act, 2013 in the Extra-Ordinary General Meeting (“EGM”) by the shareholders of our Company held on September 26, 2024, the Company had raised Rs. 3075.00 Lakhs from the initial public offer of its equity shares (the ‘Issue’). The net proceeds from the Issue Rs. 2689.60 Lakhs (hereinafter referred to as “IPO Proceeds”).

The Company had, in terms of Prospectus, proposed to utilise the IPO Proceeds towards (i) Funding of capital expenditure requirements towards setting up of corporate office in Surat, Gujarat; (ii) Funding of capital expenditure requirements towards purchase of machineries; (iii) Funding Working Capital Requirements of our Company (iv) General Corporate Purposes. Whilst the Company has made best efforts to utilise the IPO Proceeds as per the terms of the Issue, Rs. 168.04 Lakhs is still unutilized as of November 17, 2025 which was required towards purchase of machineries and the Company does not foresee spending the unutilized amount in the near future due to changes in operational plans and reassessment of current business priorities and, therefore intends to vary the terms of Objects of the Issue as referred to in the Prospectus. The relevant and material information as per The Companies (Prospectus and Allotment of Securities) Rules, 2014 is set out below:

(₹ in Lakhs)

Sr. No.	Objects as stated in prospectus	IPO Proceeds	Total Amount Spent up to 17.11.2025	Unutilised Amount as per prospectus	% of achievements as per prospectus	% of unutilised amount as per prospectus
1.	Funding of capital expenditure requirements towards setting up of corporate office in Surat, Gujarat	104.29	104.29	0.00	100.00%	0.00%
2.	Funding of capital expenditure requirements towards purchase of machineries	168.04	0	168.04	0.00%	100%

3.	Funding Capital Requirements of our Company	Working	1,800.00	1,800.00	0.00	100.00%	0.00%
4.	General purposes	corporate	617.27	617.27	0.00	100.00%	0.00%

**The particulars of the proposed alteration or change in the objects:**

The unutilized IPO proceeds of Rs. 168.04 lakh is intended to be utilized for working capital purpose.

**The reason for the alteration or change in the objects:**

The capital expenditure originally envisaged for the purchase of machineries, amounting to ₹168.04 lakhs, is presently not required in view of the Company's current operational needs and strategic priorities. Upon a comprehensive review of ongoing and future project requirements, the management has observed that the existing infrastructure, machinery, and technical capabilities are sufficient to meet current business demands. Hence, the proposed investment in additional machineries may be deferred to a later period when deemed necessary.

During the recent months, the Company has successfully secured several new projects and contract opportunities, both in existing and new geographies. The timely execution of these projects requires adequate liquidity and deployment of working capital to ensure smooth operations, procurement, and execution efficiency. Considering this, the Board of Directors considers it prudent to reallocate the unutilized IPO proceeds of ₹168.04 lakhs towards augmenting the Company's working capital resources.

This reallocation will enable the Company to meet its increased operational requirements, strengthen cash flow, and reduce dependence on external borrowings. The proposed variation is in the best interest of the Company and its shareholders, as it will support the execution of high-value contracts, enhance revenue generation capacity, and improve overall profitability, while ensuring optimal utilization of IPO proceeds in alignment with the current business strategy and growth outlook.

**The justification for the alteration or change in the objects:**

The proposed change in the object of the issue is intended to align the deployment of the IPO proceeds with the Company's current business requirements and long-term growth strategy. The utilization of the unspent IPO proceeds of ₹168.04 lakhs towards working capital will strengthen the Company's liquidity position, enable timely execution of newly acquired projects and contracts, and enhance overall operational

efficiency. The reallocation of funds will also improve cost management and optimize cash flow, thereby ensuring the most effective utilization of resources in the best interest of the shareholders.

The Board firmly believes that this strategic reallocation represents a prudent and productive use of the Company's funds, reflecting its commitment to sound financial management, sustainable expansion, and the creation of long-term value for its members.

**The amount proposed to be utilised for the Working Capital:** Rs. 168.04 Lakhs

**The estimated financial impact of the proposed alteration on the earnings and cash flow of the Company:**

The management of the Company anticipates that the utilization of the unspent IPO proceeds for the proposed revised object will contribute to an improvement in the Company's earnings, cash flows, and overall financial performance over the long term. The proposed variation in the objects of the issue is aimed at ensuring the optimal and efficient deployment of funds, in alignment with the Company's present business priorities and growth strategy. This reallocation does not alter the total amount of proceeds raised from the IPO but rather enables their deployment in a manner that maximizes operational efficiency, enhances shareholder value, and supports the Company's sustainable growth trajectory.

**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:**

As mentioned in the notice and explanatory statement which is available on Company's website.

**The risk factors pertaining to the new objects:**

Change in Government Policies, Adverse Market conditions, poor performance of economy, Regulatory overhaul, timely receipt of receivables due, unforeseen circumstances despite best efforts are the major risk factors that might affect the company despite best efforts taken by the company.

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

Any interested person may obtain a copy of the notice of the resolution from the registered office of the Company at business hours or may access from Company's website <https://descoinfra.co.in>

As per Section 27 of the Companies Act, 2013, and SEBI ICDR Regulations, any variation in the objects of the issue requires shareholders' approval via special resolution through postal ballot.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution set forth in this Notice except to the extent of their shareholdings in the Company, if any.

The Board recommends the Special resolution for approval of the shareholders.

**Date: 17.11.2025**

**Place: Surat**

**By Order of the Board,  
For, Desco Infratech Limited  
(Formerly known as Desco Infratech Private Limited)**

**Sd/-  
Muskan Khandal  
Company Secretary & Compliance Officer  
Membership No. A61122**