

4th September, 2026

To,
The Manager,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051

NSE Symbol: VIAZ

Subject: Notice of the 08th Annual General Meeting of the Company and submission of Annual Report for the Financial Year 2025-26.

Dear Sir/ Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company for the financial year 2025-26 along with the Notice convening the 8th Annual General Meeting scheduled to be held on **Tuesday, 29th September, 2026 at 3:00 P.M. (IST) through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM") mode.** The same being sent through electronic mode to the shareholders of the Company.

The aforesaid Annual Report is also available on website of the Company at <https://www.viaztyres.com/investor> and website of stock Exchange i.e., National Stock Exchange of India Limited at <https://www.nseindia.com/>.

Kindly take the above information on your records.

Yours faithfully,

FOR VIAZ TYRES LIMITED

Rajeshkumar
r Prabhudas
Patel

Digitally signed
by Rajeshkumar
Prabhudas Patel
Date: 2026.09.04
13:47:42 +05'30'

RAJESHKUMAR PRABHUDAS PATEL
WHOLE TIME DIRECTOR
DIN: 07883688

REGISTERED OFFICE

VIAZ TYRES LIMITED

(FORMERLY KNOWN AS VIAZ TUBES PRIVATE LIMITED)
605, Shilp Business Gateway, Nr. Nirma University,
Chharodi, Ahmedabad-382481, Gujarat, India

FACTORY ADDRESS

VIAZ TYRES LIMITED

(FORMERLY KNOWN AS VIAZ TUBES PRIVATE LIMITED)
Plot No. 492, Nandasan Dangarva Road, Nandasan,
Ta: Kadi, Dist: Mehsana - 382705, Gujarat, India

 **+91 79 4601 6174**

 **info@viaztyres.com**

 **www.viaztyres.com**

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 8TH ANNUAL GENERAL MEETING OF THE MEMBERS OF VIAZ TYRES LIMITED ("COMPANY") WILL BE HELD ON TUESDAY, SEPTEMBER 29, 2026 AT 3.00 P.M. THROUGH VIDEO CONFERENCING ("VC")/ "OTHER AUDIO-VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business:

1. TO RECEIVE, CONSIDER AND ADOPT:

a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

2. TO RE- APPOINT MRS. KENABEN PARICHAYKUMAR PATEL (DIN: 08629886) NON- EXECUTIVE DIRECTOR, LIABLE TO RETIRE BY ROTATION:

To appoint a Director in place of Mrs. Kenaben Parichaykumar Patel (DIN: 08629886) Non-Executive Director who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

Special Business:

3. INCREASING THE REMUNERATION OF MR. JANAKKUMAR MAHENDRABHAI PATEL (DIN: 03329692), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY;

To consider and, if thought fit, to pass, the

following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act"), if any, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the enabling provisions of Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee ("NRC") and the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to increase the remuneration of Mr. Janakkumar Mahendrabhai Patel (DIN : 03329692), from Rs. 18,00,000/- (Rupees Eighteen Lakh only) to Rs. 24,00,000/- (Rupees Twenty-Four Lakh only) per annum with effect from August 1, 2026, unless and until revised.

RESOLVED FURTHER THAT the aggregate amount of remuneration payable to Mr. Janakkumar Mahendrabhai Patel (DIN: 03329692) in a financial year may exceed the maximum admissible limits as prescribed in Section 197 of the Act, and the terms and remuneration as set out in the explanatory

statement of this resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits arising in any financial year, Mr. Janakkumar Mahendrabhai Patel (DIN: 03329692) shall be entitled to receive remuneration, perquisites and other benefits etc. upto the limit as approved by the members herein above, as minimum remuneration.”

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions of Schedule V of the Act, relating to the payment of remuneration to the managerial personnel, the Board of Directors of the Company, (including its committees thereof), subject to the recommendations of the Nomination and Remuneration Committee be and is hereby authorized to vary the remuneration, commission, perquisites, and other benefits etc. within such prescribed limits.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to revise, enhance, alter and vary from time to time the terms and conditions of appointment and remuneration by seeking further consent and approval of the shareholders of the Company and to do all necessary acts, deeds and things as it may, in its absolute discretion, and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.”

4. INCREASING THE REMUNERATION OF MR. RAJESHKUMAR PRABHUDAS PATEL (DIN: 07883688), WHOLE TIME DIRECTOR F THE COMPANY;

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

RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), if any, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the enabling provisions of Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee (“NRC”) and the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded to increase the remuneration of Mr. Rajeshkumar Prabhudas Patel (DIN: 07883688), from Rs. 18,00,000/- (Rupees Eighteen Lakh only) to Rs. 24,00,000/- (Rupees Twenty-Four Lakh only) per annum with effect from August 1, 2026, unless and until revised.

RESOLVED FURTHER THAT the aggregate amount of remuneration payable to Mr. Rajeshkumar Prabhudas Patel (DIN: 07883688) in a financial year may exceed the maximum admissible limits as prescribed in Section 197 of the Act, and the terms and remuneration as set out in the explanatory statement of this resolution shall be deemed to form part hereof and in the event of inadequacy or absence of profits arising in any financial year, Mr. Rajeshkumar Prabhudas Patel (DIN: 07883688) shall be

entitled to receive remuneration, perquisites and other benefits etc. upto the limit as approved by the members herein above, as minimum remuneration.”

RESOLVED FURTHER THAT in the event of any statutory amendment or modification or relaxation in the provisions of Schedule V of the Act, relating to the payment of remuneration to the managerial personnel, the Board of Directors of the Company, (including its committees thereof), subject to the recommendations of the Nomination and Remuneration Committee be and is hereby authorized to vary the remuneration, commission, perquisites, and other benefits etc. within such prescribed limits.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to revise, enhance, alter and vary from time to time the terms and conditions of appointment and remuneration by seeking further consent and approval of the shareholders of the Company and to do all necessary acts, deeds and things as it may, in its absolute discretion, and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.”

5. APPOINTMENT OF MR. BHARTKUMAR SUKHLALJI SONI (DIN: 09782242) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

To consider and, if though fit to pass with or without modification the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions

of Section 149, 150, 152, 160 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the rules framed thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”) and other applicable laws, if any, based on the recommendation of the Nomination and Remuneration Committee and consent of Board of Directors, the approval of Members of the Company be and is hereby accorded for the appointment of Mr. Bhartkumar Sukhlal Soni (DIN: 09782242) who was appointed as an additional director in the capacity of Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years with effect from 27th August 2026 to 26th August 2031

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to modify the terms and conditions of appointment of Mr. Bhartkumar Sukhlal Soni (DIN: 09782242) as may be recommended by the Nomination and Remuneration Committee of the Company, from time to time, subject to such approvals as may be required under the applicable provisions of the Act and SEBI Listing Regulations.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file, sign verify and execute all such e-forms, papers or documents, as may

be required and do all such acts, deeds, matters and things as may be necessary or incidental for giving effect to this resolution

and as may be considered desirable or expedient by the Board in the best interest of the Company and its Members.”

Date: August 27, 2026
Place: Ahmedabad
Tel No: +91-79460 16174
Email: cs@viaztyres.com
Website: www.viaztyres.com

By Order of Board of Directors,
For Viaz Tyres Limited
Sd/-
Hema Lakhmichand Advani
Company Secretary & Compliance Officer
Membership No.: A40537

NOTES:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular dated April 8, 2020 and April 13, 2020, followed by General Circular dated May 5, 2020, and subsequent circulars issued in this regard, the latest being dated September 25, 2023 (collectively referred to as "MCA Circulars") has permitted the holding of the Annual general meeting through Video Conferencing ("VC") or through other audio-visual means ("OAVM"), without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ("the Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and MCA Circulars, the 8th Annual General Meeting ("Meeting" or "AGM") of the Company is being held through VC / OAVM on Tuesday, September 29, 2026, at 03:00 p.m. (IST). The proceedings of the AGM deemed to be conducted at the Registered Office of the Company situated at 9605, Shilp Business Gateway, Nr. Nirma University, Chharodi, Ahmedabad-382481 Gujarat India.

In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular dated December 28, 2022, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular dated October 7, 2023 issued by SEBI ("the Circulars"), companies are allowed to hold AGM through video conference/other audio visual means ("VC/OAVM") upto September 29, 2026, without the physical presence of members.

2. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on a poll only instead of himself/ herself and such a proxy need not be a member. Since this AGM is held through VC/ OAVM pursuant to the MCA Circulars, Physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence proxy form and attendance slip are not annexed hereto.

3. Since the AGM will be held through VC/OAVM, the route map of the venue of the meeting is not annexed hereto.

4. The attendance of the Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the business under Item No. 3 to 4 of the Notice, is annexed hereto. The relevant details as required under Regulations 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India in respect of Directors or Auditors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed.

6. Members seeking any information with respect to financials or any other information are requested to write to the company at the earliest so as to enable the company to provide appropriate reply.

7. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form may submit the PAN copy to their depository participants, in the case of physical form the PAN copy be submitted to the Company/ RTA.

8. Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the Company by submitting Form No. SH-14.

As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH- 13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form No. SH-14. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR 3. The said forms can be downloaded from the RTA's website. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form.

9. Members holding shares in physical form are requested to intimate the Company regarding any change in their addresses/ bank mandates to enable the Company to address future communications to their correct addresses. Members holding shares in electronic/ dematerialized form are requested to inform the Depository

Participant (DP) with whom they hold their Demat account about changes in their address/bank details for necessary update.

10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

11. Members may also note that the Notice of the 8th Annual General Meeting and the Annual Report for the year 2025-2026 will also be available on the Company's website www.viaztyres.com for their download and the Notice of AGM shall also be available on the website of NSDL viz. www.evoting.nsdl.com.

12. In terms of provisions of Section 107 of the Companies Act, 2013, since the Company is providing the facility of remote e-voting to the shareholders, there shall be no voting by show of hands at the AGM.

13. Members of the Company holding shares either in physical form or in electronic form as on **the cut-off date of Tuesday, September 22, 2026** (cut-off date not earlier than 7 days before the AGM), may cast their vote by remote e-Voting. **The remote e-voting period commences on Saturday, September 26, 2026, at 9:00 a.m. (IST) and ends on Monday, September 28, 2026, at 5:00 p.m. (IST).** The remote e-voting module shall be disabled by NSDL for voting thereafter.

Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members (for voting through remote e-Voting before the AGM and e-Voting during the AGM) shall be in proportion to their share of the paid-up equity share capital of the Company as of the cut-off date of **Tuesday, September 22, 2026**. Subject to receipt of the requisite number of votes, the Resolutions passed by remote e-voting are deemed to have been passed as if they have been passed at the AGM i.e., **Tuesday, September 29, 2026**. The Notice of the AGM indicating the instructions for the remote e-voting process can be downloaded from the NSDL's website www.evoting.nsdl.com or the Company's website www.viaztyres.com

14. DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:

In terms of the MCA Circulars and relevant circulars issued by the Securities and Exchange Board of India, the Notice of AGM along with Annual Report 2026 is being sent only through electronic mode to those members whose email addresses are registered with the company/depositories. Members may note that Notice and Annual Report will also be available on company's website www.viaztyres.com, website of Stock Exchange i.e. NSE Limited and on the website company's Registrar and Transfer Agent MUFG Intime India Private Limited.

15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of

the Act, shall be made available at the commencement of the meeting and shall remain open and accessible to the members during the continuance of the meeting.

16. VOTING THROUGH ELECTRONIC MEANS:

In Compliance with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 and other applicable provisions of the Companies Act, 2013, read with the related rules, the Company is pleased to provide e-voting facility to all its members, to enable them to cast their vote electronically. The Company has engaged the services of NSDL for the purpose of providing e-voting facility to all its members.

17. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC/OAVM.

18. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised

representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

19. 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 for 1000 members on 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.

20. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

21. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time 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 National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

22. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.viaztyres.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. NSE Limited at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

23. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Saturday, September 26, 2026, at 9:00 a.m. (IST) and ends on Monday, September 28, 2026, at 5:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 22, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up

equity share capital of the Company as on the cut-off date, being Tuesday, September 22, 2026

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 and joining virtual meeting 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.	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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz.

<https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ 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 “**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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	If you are not registered for IDeAS e-Services, option to register is available at www.eservices.nsdl.com Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 4. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR	code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play   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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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.
	Individual Shareholders holding securities in demat mode with CDSL	

	If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi 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) 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 or joining virtual meeting & voting during the meeting.
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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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

b) Login Method for e-Voting and joining virtual meeting 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.

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:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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 use 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.

b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on 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 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual

meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

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 csnikunjkanabar@gmail.com with a copy marked to 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 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 or call on: 022 - 4886 7000 or send a request to Sagar S. Gudhate, Senior Manager at 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 resolutions 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@viaztyres.com.

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@viaztyres.com. If you are an Individual shareholders 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/ OAVM facility and 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 in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at cs@viaztyres.com from Monday, September 15, 2025 (9:00 a.m. IST) to Friday, September 26, 2025 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM for smooth conduct of the AGM.

Date: August 27, 2026
Place: Ahmedabad
Tel No: +91-79460 16174
Email: cs@viaztyres.com
Website: www.viaztyres.com

**By Order of Board of Directors,
For Viaz Tyres Limited
Sd/-
Hema Lakhmichand Advani
Company Secretary & Compliance Officer
Membership No.: A40537**

EXPLANATORY STATEMENT:

The following explanatory statement pursuant to Section 102 of the Act sets out the material facts relating to the special business mentioned in the Notice of the AGM:

Item No. 3:

Mr. Janakkumar Mahendrakumar Patel (DIN: 03329692) aged 39 years is Promoter and Chairman cum Managing Director of the Company. Originally, he was appointed as an Additional Executive Director (Promoter Category) w.e.f. March 10, 2020 and was regularised as Executive Director on September 30, 2020. Thereafter, he was appointed as Managing Director for a period of five (5) years w.e.f. April 12, 2022, not liable to retire by rotation. He is also appointed as Chairman of the Company w.e.f. October 18, 2022. He has completed graduation in Business Administration from University of Pune in year 2009. He is having experience of more than 14 years in rubber industry and more than 7 years of experience in food industry. He has been instrumental in taking major policy decision of the Company and in leading the Company. He has been playing vital role in formulating business strategies and effective implementation of the same.

Further pursuant to provisions of Articles of Association of the Company, the Board has considered and approved the recommendation of Nomination and Remuneration Committee for revision in the managerial remuneration of Mr. Janakkumar Mahendrabhai Patel, Chairman and

Managing Director. The Management is of the opinion that with the growth of the Company, the leadership of the Company shall also be awarded and hence as a token of appreciation for the hard work of Mr. Janakkumar Mahendrabhai Patel, the management of the Company decided to revise the Managerial Remuneration of Mr. Janakkumar Mahendrabhai Patel, subject to the approval of the Members of the Company. Accordingly, it is proposed to obtain the consent of the members of the Company for revision in the managerial remuneration of Mr. Janakkumar Mahendrabhai Patel, Chairman and Managing Director of the Company, upto Rs. 24,00,000/- per annum with effect from August 1, 2026, unless and until revised.

The following table sets forth the terms of appointment of JANAKKUMAR MAHENDRABHAI PATEL.

Particulars	Helpdesk details
Remuneration	upto Rs. 24,00,000/- per annum
Reimbursement of Expenses	Expenses incurred by Mr. Janakkumar Mahendrabhai Patel for and on behalf of the Company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration

The proposed resolutions are in the interest of the Company and your Directors recommend the resolution set out in the Notice as Item No. 3 for your approval.

Except Mr. Janakkumar Mahendrabhai Patel and his relatives, None of the Promoters, Directors or KMP and their relatives forming part of the Promoter Group of the Company have any interest and concern in this proposed resolution.

Item No. 4:

Mr. Rajeshkumar Prabhudas Patel (DIN: 07883688), aged 47 years is the Promoter, Whole Time Director of the Company. He has completed his Diploma in Mechanical Engineering from Board of Technical Examinations, Maharashtra State in the year 1998. He has around 12 years of experience in the Company. He has been associated with our Company since incorporation and looks after the financial aspects of the Company. He is involved in maintaining relations, discussion and negotiations with suppliers, preparing the business strategies and expand the business.

Further pursuant to provisions of Articles of Association of the Company, the Board has considered and approved the recommendation of Nomination and Remuneration Committee for revision in the managerial remuneration of Mr. Rajeshkumar Prabhudas Patel, Whole-Time Director. Since the Management is of the opinion that with the growth of the Company, the leadership of the Company shall also be awarded and hence as a token of appreciation for the hard work of Mr. Rajeshkumar Prabhudas Patel, the management of the Company decided to revise the Managerial Remuneration of Mr.

Rajeshkumar Prabhudas Patel, subject to the approval of the Members of the Company. Accordingly, it is proposed to obtain the consent of the members of the Company for revision in the managerial remuneration of Mr. Rajeshkumar Prabhudas Patel, Whole-Time Director of the Company, upto Rs. 24,00,000/- per annum with effect from August 1, 2026, unless and until revised.

The following table sets forth the terms of appointment of Mr. Rajeshkumar Prabhudas Patel.

Particulars	Helpdesk details
Remuneration	upto Rs. 24,00,000/- per annum
Reimbursement of Expenses	Expenses incurred by Mr. Rajeshkumar Prabhudas Patel for and on behalf of the Company including his travelling, boarding, lodging, communication expenses shall be reimbursed at actuals and shall not form part of his remuneration

The proposed resolutions are in the interest of the Company and your Directors recommend the resolution set out in the Notice as Item No. 4 for your approval.

Except Mr. Rajeshkumar Prabhudas Patel and his relatives, none of the Promoters, Directors or KMP and their relatives forming part of the Promoter Group of the Company have any interest and concern in this proposed resolution.

Item No. 5:

The Nomination and Remuneration Committee and the Board of Directors of the Company in their respective meetings held on August 27, 2026, recommended the appointment of Mr. Bharatkumar Sukhlal Soni, (DIN: 09782242) as an additional director in the capacity of Non-executive Independent Director, and subsequently, as an Independent Director, not liable to retire by rotation, for a term of five consecutive years with effect from August 27, 2026.

Mr. Bharatkumar Sukhlal Soni, a qualified Company Secretary with more than 12 years of experience in corporate governance, secretarial compliances, listed company regulations, fund raising transactions, and regulatory affairs. Experienced in advising Boards of Directors on governance practices, regulatory compliance, risk management, stakeholder protection, and strategic corporate actions. Possesses extensive exposure to listed entities, capital market transactions, and regulatory interactions with MCA, ROC, SEBI, Stock Exchanges, NCLT, and RBI.

Mr. Bharatkumar Sukhlal Soni, (DIN: 09782242) has given his consent to act as a Director in terms of Section 152 of the Companies, Act, 2013 ("Act"). Further, the Company had received in writing a notice in terms of Section 160 of the Act, from a member, signifying his candidature as a Director. Mr. Bharatkumar Sukhlal Soni, has also given a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) and (7) of the Act, read with Rules framed thereunder. The

Company had also received a declaration to the effect that Mr. Bharatkumar Sukhlal Soni, is not disqualified from being appointed as a Director in terms of Section 164 of the Act, 2013 and he is not debarred from holding the office of Director by virtue of SEBI Order or any other authority.

Pursuant to the provisions of Rule 6 of the Companies (Appointment and qualifications) Rules, 2014. Mr. Bharatkumar Sukhlal Soni, has registered himself in the databank of independent directors.

Further, the Board of Directors of the Company is of the opinion that Mr. Bharatkumar Sukhlal Soni, is possesses appropriate skills, experience, knowledge and capabilities to be appointed as Independent Director of the Company for the aforesaid term and he is independent of the management of the Company.

Mr. Bharatkumar Sukhlal Soni, will be entitled to a remuneration by way of sitting fees as approved by the Board of Directors from time to time.

The Board recommends the resolution for the approval of Members by way of a Special Resolution.

The brief profile Mr. Bharatkumar Sukhlal Soni, is given herein below and other relevant details as required pursuant to the provisions of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, are provided in Annexure–B to the Notice.

Except Mr. Bharatkumar Sukhlal Soni, None of the Directors or Key Managerial Personnel of the Company, and/or their relatives are, in

any way, concerned or interested, financially or otherwise, in the proposed resolution.

Annexures to the report of the Board of directors

Annexure A

The relevant details of Directors who is proposed to be re-appointed Directors of the Company, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Company Secretaries of India are as under;

Name of the Director	Mrs. Kenaben Parichaykumar Patel
Director Identification Number	08629886
Date of Birth	01/04/1980
Age	46 years
Date of Appointment	03/04/2025
Qualification	Bachelor's degree in business administration
Terms and Conditions of appointment	
Brief Resume of the Director & Experience and expertise in Specific functional Area	Mrs. Kenaben Parichaykumar Patel aged 46 years holding bachelor's degree in business administration and she is a part of Promoters of the Company. She is having more than 7 years of experience in the agriculture industry and dairy products.
Other listed companies in which she holds Directorship and Membership of Committee of Board (along with listed entities from which she has resigned in the past three years)	NIL
Chairperson/Member of Committee(s) of Board of Directors of the Company	Mrs. Kenaben Parichaykumar Patel is a member of the Nomination & Remuneration Committee of the Company.
Shareholding of non-executive directors [in the listed entity, including shareholding as a beneficial owner];	8,37,900
Shareholding in the Company (Equity)	Mrs. Kenaben Parichaykumar Patel is holding 8,37,900 (5.86%) Equity Shares in the Company.
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company	Mrs. Kenaben Parichaykumar Patel is a part of promoter of the Company. She is a sister of Mr. Janakkumar Mahendrabhai Patel.
The number of Meetings of the Board attended during the year	12

Annexures to the report of the Board of directors

Annexure B

The relevant details of Directors who is proposed to be re-appointed Directors of the Company, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Company Secretaries of India are as under;

Name of the Director	Mr Bharatkumar Sukhlal Soni
Director Identification Number	09782242
Date of Birth	14/05/1990
Age	36 years
Date of Appointment	27/08/2026
Qualification	Bcom, Company Secretary
Terms and Conditions of appointment	As detailed in the respective resolution and Explanatory statement.
Brief Resume of the Director & Experience and expertise in Specific functional Area	Mr. Bharatkumar Sukhlal Soni, a qualified Company Secretary with more than 12 years of experience in corporate governance, secretarial compliances, listed company regulations, fund raising transactions, and regulatory affairs. Experienced in advising Boards of Directors on governance practices, regulatory compliance, risk management, stakeholder protection, and strategic corporate actions. Possesses extensive exposure to listed entities, capital market transactions, and regulatory interactions with MCA, ROC, SEBI, Stock Exchanges, NCLT, and RBI.
Other listed companies in which she holds Directorship and Membership of Committee of Board (along with listed entities from which he has resigned in the past three years)	Not Applicable
Chairperson/Member of Committee(s) of Board of Directors of the Company	Not Applicable
Shareholding of non-executive directors [in the listed entity, including shareholding as a beneficial owner];	Not Applicable
Shareholding in the Company (Equity)	Not Applicable
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company	Not Applicable

Name of the Director	Mr Bharatkumar Sukhlal Soni
The number of Meetings of the Board attended during the year	Not Applicable
Justification for choosing the appointee for appointment	In the opinion of the Board, Mr. Bharatkumar Sukhlal Soni possesses appropriate skills, experience & knowledge and fulfills the conditions for appointment as director as specified in the act and the SEBI Listing Regulations.



*Built on quality. Powered by innovation.
Driven by trust. Together, these values
keep us moving forward-stronger in every
mile and ready for what lies ahead.*

**Registered Office**

605, Shilp Business Gateway, Nr. Nirma University,
Chharodi, Ahmedabad-382481, Gujarat, India.

Plant

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Nandasan, Tal: Kadi, Dist: Mehsana - 382705
Gujarat, India.

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