

**INTEGRATED PERSONNEL SERVICES LIMITED  
CIN L74190MH2004PLC144160**

**Registered Address: 14, Whispering Palm Shopping Center, Lokhandwala Complex, Kandivali (East), Mumbai, Maharashtra, India, 400101**

**contact no: 022-42300230 | website: www.integratedpersonnelservices.com | email id: cs@ipsgroup.co.in**

**NOTICE OF POSTAL BALLOT & E-VOTING**

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]**

To all the Shareholders of,  
Integrated Personnel Services Limited

NOTICE is hereby given, in accordance with the provision of Section 110 read with Section 108 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act, and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time (including any statutory modification or re-enactment thereof for the time being in force) ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), that the Resolutions appended below are proposed to be passed by the Members of Integrated Personnel Services Limited ("Company") as Special Resolution by way of Postal Ballot only by voting through electronic means ("remote eVoting").

In compliance with the aforesaid MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the Members would only take place through the remote e-voting system. Hence, hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business envelope is not being sent to the Members.

An Explanatory Statement pursuant to Section 102, 110 and other applicable provisions of the Act, pertaining to the Special Resolution setting out the material facts and reasons thereof, is appended to this Notice.

Pursuant to Rule 22(5) of the Rules, the Board at its meeting held on November 28, 2025, has appointed M/s Mukesh Saraswat & Associates LLP, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner

An Explanatory Statement pursuant to Sections 102 and 110 of the Act, read with the rules framed thereunder pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot notice ("the Notice" or "the Postal Ballot Notice").

The remote e-voting period commences from 9.00 AM (IST) on Tuesday 02<sup>nd</sup> December, 2025 and ends at 5.00 P.M. (IST) on Wednesday 31<sup>st</sup> December 2025. Members desiring to exercise their vote through the remote e-voting are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e- voting not later than 5.00 p.m. (IST) on Wednesday 31<sup>st</sup> December 2025. Remote e-Voting will be blocked immediately thereafter and no e-voting will be allowed beyond the said date and time.

The Company has engaged the services of Bigshare Services Pvt Ltd for the purpose of providing remote e-voting facility to its Members. The Scrutinizer will submit his report to the Chairman or Company Secretary of the Company, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot/E- voting shall be declared within 2 (two) working days from the conclusion of remote e-voting and the same, along with the Scrutinizer's Report, will be placed on the website of the Company at <https://www.integratedpersonnelservices.com/> and on website of Bigshare Services Pvt Ltd as well as on websites of Stock Exchanges i.e. [www.nseindia.com](http://www.nseindia.com).

The resolutions, if passed by the requisite majority shall be deemed to have been passed on Wednesday 31<sup>st</sup> December 2025, i.e., the last date specified for receipt of votes through the e-voting process.

**SPECIAL BUSINESS:****ITEM NUMBER 1:****MIGRATION OF LISTING / TRADING OF EQUITY SHARES OF THE COMPANY FROM NSE EMERGE / SME PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED TO THE MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED AND BSE LIMITED**

To consider and, if deemed appropriate, to pass the following resolution as a Special Resolution, with or without modification(s):

**“RESOLVED THAT** pursuant to Regulations 277 and 280(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), Sections 108 and 110 of the Companies Act, 2013, the rules framed thereunder, the applicable provisions contained in Chapter IX of the SEBI ICDR Regulations, and all other applicable laws, rules, regulations, circulars and guidelines (including any statutory modification(s) or re-enactment(s) thereof), and subject to the rules, regulations and by-laws of National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”), and further subject to the approvals, permissions and sanctions of such statutory or regulatory authorities as may be required, the consent of the members of the Company be and is hereby accorded, subject to stock exchange(s) circulars, guidelines and applicable provisions as amended from time to time, for the migration of listing and trading of the Company’s Equity Shares having a face value of ₹10/- each, presently listed on the NSE EMERGE / SME Platform, to the Main Board of NSE as well as the Main Board of BSE.

***Upon such migration and upon the Equity Shares being admitted to dealings on the Main Board of NSE and the Main Board of BSE, the Equity Shares shall be listed and traded on the Capital Market Segment of both stock exchanges with effect from the date of such admission. The Company shall submit necessary applications to both the stock exchanges, and the approval for migration shall be at the sole discretion of the respective stock exchanges.”***

**“RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary of the Company be and are hereby authorised to take all necessary steps for giving effect to this resolution, including but not limited to preparing, signing and submitting applications, documents and representations; executing agreements or undertakings; making filings with stock exchanges or statutory authorities; forming committees, if deemed necessary; delegating powers to any director, officer or authorised representative; appointing attorneys or authorised persons; and performing all such acts, deeds, matters and things as may be required for the purpose of effecting the migration of the Company’s Equity Shares to the Main Board of NSE and BSE.”

**Please Note:**

In accordance with Regulations 277 and 280(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the above resolution shall be acted upon only if the votes cast by shareholders other than promoters in favour of the resolution are at least twice the number of votes cast by shareholders other than promoters against it.

It is further clarified that the proposed migration of the Company’s Equity Shares to the Main Board of NSE and BSE shall be subject to the Company meeting and continuing to comply with all eligibility criteria prescribed under the SEBI (ICDR) Regulations, 2018, as well as the applicable circulars, guidelines, norms and requirements issued by the respective stock exchanges from time to time. The migration shall be considered by the stock exchanges only upon full compliance with such regulatory conditions, and the approval for migration shall remain entirely at the discretion of the stock exchanges.

**For & behalf of Integrated Personnel Services Limited****Sd/-****Tarang Raghuvir Goyal****Chairperson and Managing Director****DIN 01885882****Date: 28<sup>th</sup> November 2025****CIN: L74190MH2004PLC144160****Registered Address:****14, Whispering Palm Shopping Center,  
Lokhandwala Complex, Kandivali (East),  
Mumbai, Maharashtra, India, 400101.****contact no: 022-42300230****website: [www.integratedpersonnelservices.com](http://www.integratedpersonnelservices.com)****email id: [cs@ipsgroup.co.in](mailto:cs@ipsgroup.co.in)**

## NOTES TO THE NOTICE OF POSTAL BALLOT:

1. The explanatory statement pursuant to Section 102 read with Section 110 of the Companies Act read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, setting out material facts and reasons in relation to the proposed special business Items No.1 forms part of this Postal Ballot Notice.
2. This Postal Ballot Notice is being sent to the members whose names appear on the register of members / list of beneficial owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Company / depository participant(s), as on **21<sup>st</sup> November 2025** (“Cut-off Date”). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the LODR 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. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the e-voting system only.
3. The Postal Ballot Notice is hosted on Company's website at <https://www.integratedpersonnelservices.com/> and also on website of the stock exchange i.e. National Stock Exchange of India Limited at <https://www.nseindia.com/>.
4. The Board of Directors of the Company (“the Board”) has appointed M/s Mukesh Saraswat & Associates LLP, Practicing Company Secretary Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot and remote e-voting process in a fair and transparent manner.
5. In case of joint holders, a shareholder whose name appears as first holder in the order of their names as per Register of Members will be entitled to cast vote.
6. Shareholders holding shares in physical form are requested to note that in terms of Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of the above and in order to eliminate risks associated with physical transfer of securities, shareholders holding equity shares of the company in physical form are requested to consider converting their holdings to dematerialised form.
7. Shareholders may please note that SEBI has made Permanent Account Number (PAN) as the sole identification number for all participants transacting in the securities market, irrespective of amount of such transactions. Shareholders may please note that SEBI has also made it mandatory for submission of PAN in the following cases:
  - i) Deletion of name of the deceased shareholder(s)
  - ii) Transmission of shares to the legal heir(s) and
  - iii) Transposition of shares

Further the shareholders are requested to kindly note that SEBI has mandated the shareholders holding shares in physical form to register their PAN, KYC details, Bank particulars, contact details and nomination against their folio number. PAN is also required to be linked to AADHAR Number by the shareholders to be considered as a valid PAN.

Shareholders are requested to provide hard copy of the following self-attested documents to Registrar and Share Transfer Agent i.e. Bigshare Services Pvt Ltd for registration against their respective folio(s):

Identity proof: Copy of PAN Card/ AADHAR Card

Address proof: Copy of AADHAR Card/ Passport/ Client master list/ Utility bill not over 3 months old.

Bank details: Copy of the cancelled cheque stating the name of the shareholder as an account holder.

Contact details: Mobile number, email id

Nominations: Please provide form SH 13 duly filled and signed.

In absence of any of the above information registered against your folio number, your folio number will be frozen for any updation / dividend payment in direction with the aforesaid circular.

8. Shareholders are requested to intimate changes, if any pertaining to their name, postal address, email address, mobile/phone numbers, PAN, mandates, nominations and bank details etc. to their DP in case shares are held by them in electronic form and to Bigshare Services Pvt Ltd, Registrar and Share Transfer Agent of the Company, in case of shares are held by them in physical form.
9. To support “Green Initiative”, the shareholders who have not registered their email ids are requested to register the same with their DPs in case share are held in electronic form and with Bigshare Services Pvt Ltd, Registrar and Share Transfer Agent of the Company in case shares are held in physical form, which could help the Company for sending paperless communication

in future. The Company has also made available an email id registration facility to its shareholders through Bigshare Services Pvt Ltd, for the purpose of receiving all the communication including notice of meetings and annual reports etc. in electronic mode.

10. The voting rights of the shareholders shall be in proportion to their shareholding in the Company as on the cut-off date for e - voting i.e. **21<sup>st</sup> November 2025**. Any person or entity acquires shares of the Company and becomes a shareholder after sending Postal Ballot Notice and holding shares of the Company as on cut-off date for e - voting i.e. **21<sup>st</sup> November 2025**, can refer to this Notice and other relevant communication including remote e - voting instructions, hosted on Company's website at <https://www.integratedpersonnelservices.com/>.
11. The e-voting period commences on 9.00 AM (IST) on Tuesday 02nd December, 2025 and ends on 5.00 P.M. (IST) on Wednesday 31st December 2025. Shareholders desiring to exercise their vote should cast their vote during this period, to be eligible for being considered.
12. Resolutions passed by the shareholders through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the shareholders.
13. The resolution, if passed by the requisite majority, shall be deemed to have been passed on Wednesday 31st December 2025, i.e., the last date specified for receipt of votes through the e-voting process.
14. In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the shareholders to exercise their votes electronically and vote on the resolution through the e-voting service facility arranged by NSDL.
15. The Scrutinizer will submit his report to the Executive Director after the completion of scrutiny, and the result of the voting by postal ballot through the e-voting process will be announced by the Chairman or any Director of the Company duly authorised, on or before **02<sup>nd</sup> January 2026** and will also be hosted on website of the Company (<https://www.integratedpersonnelservices.com/>) besides being communicated to the Stock Exchange, Depositories and Registrar and Share Transfer Agent.
16. In order to increase the efficiency of the e-voting process, SEBI vide its circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 had 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/ DP. Demat account holders would be able to cast their vote without having to register again with the e-voting service providers, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participation in e-voting process.

Therefore, to support the above initiative undertaken by SEBI shareholders are requested to intimate or update changes if any, pertaining to their email address and mobile numbers with their respective depositories/DP.

Shareholders holding shares in physical form and want to avail the above initiatives of SEBI are requested to convert their physical holdings into demat form. Shareholders can contact Bigshare Services Pvt Ltd for any assistance in this regard.

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

- i. The voting period begins on 9.00 AM (IST) on Tuesday 02nd December, 2025 and ends on 5.00 P.M. (IST) on Wednesday 31st December 2025. 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) of **21<sup>st</sup> November 2025** may cast their vote electronically. The e-voting module shall be disabled by Bigshare 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.

- iii. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through

their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

- Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<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 URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>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 <b>BIGSHARE</b> the e-Voting service provider and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. <b>BIGSHARE</b>, 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 <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <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. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<p>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 <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</p> <p>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 for IDeAS" "Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.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 <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	<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**

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 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

## 2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

**Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

### Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

### 3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

### Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

### Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

**Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

**Investor vote File Upload:**

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

**Helpdesk for queries regarding e-voting:**

<b>Login type</b>	<b>Helpdesk details</b>
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22.

**For & behalf of Integrated Personnel Services Limited****Sd/-****Tarang Raghuvir Goyal****Chairperson and Managing Director****DIN 01885882****Date: 28<sup>th</sup> November 2025****CIN: L74190MH2004PLC144160****Registered Address:****14, Whispering Palm Shopping Center,  
Lokhandwala Complex, Kandivali (East),  
Mumbai, Maharashtra, India, 400101.****contact no: 022-42300200****website: [www.integratedpersonnelservices.com](http://www.integratedpersonnelservices.com)****email id: [cs@ipsgroup.co.in](mailto:cs@ipsgroup.co.in)**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013****ITEM NUMBER 1:**

The Equity Shares of the Company were listed and admitted to trading on the NSE EMERGE / SME Platform of National Stock Exchange of India Limited ("NSE") with effect from 11 November 2022, and the Company has now completed three years from the date of listing.

As on the date of this Notice, the paid-up share capital of the Company is ₹8,60,65,100/-, divided into 86,06,510 Equity Shares of ₹10/- each.

The Board of Directors, at its meeting held on 17 July 2025, approved the issuance of:

1. 10,71,000 Equity Shares of ₹10/- each at an issue price of ₹72/- each on a preferential basis for consideration other than cash, and
2. 10,71,000 Equity Shares of ₹10/- each at an issue price of ₹72/- each on a preferential basis for consideration in cash.

The shareholders of the Company, at their meeting held on 14 August 2025, also approved the above preferential issue and allotment.

The Company is presently awaiting NSE in-principle approval for the said preferential issue and allotment under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In light of the Company's growing business activities and the need to strengthen market visibility, brand credibility and investor accessibility, the Board is of the view that migration of the Company's Equity Shares to the Main Board of NSE as well as BSE Limited will be beneficial to all stakeholders. Migration to the Main Board is expected to enhance the Company's visibility and recognition, attract increased participation from retail investors, provide higher liquidity in the Company's Equity Shares, improve market capitalization potential, place the Company within a wider and more diverse investor ecosystem, and contribute to long-term goodwill, growth opportunities and overall business expansion.

Migration to the Main Board typically acts as a catalyst for companies transitioning into a larger league with better discoverability and stronger institutional confidence. Pursuant to Regulation 277 and 280(2) of the SEBI (ICDR) Regulations, 2018, read with Sections 108 and 110 of the Companies Act, 2013, the proposed resolution for migration shall be deemed approved only if the number of votes cast by public shareholders in favour of the resolution is at least twice the number of votes cast by public shareholders against it.

Members are, therefore, requested to accord their approval for the migration of the Company's Equity Shares from the NSE EMERGE Platform to the Main Board of NSE and BSE, as set out in the accompanying Special Resolution. The migration requires approval of the shareholders through Postal Ballot by way of a Special Resolution. Upon approval of the public shareholders, the Company shall submit necessary applications to both stock exchanges for migration. It is in the interest of all shareholders, including public shareholders, to approve the proposed migration to the Main Board.

The Board recommends the resolution set out in Item No. 1 of this Notice for approval of the Members by way of a Special Resolution, in accordance with Regulation 277 and 280(2) of the SEBI (ICDR) Regulations. None of the Promoters, Directors, Managers, Key Managerial Personnel of the Company or their relatives are, in any manner, concerned or interested in the said resolution, except to the extent of their existing shareholding in the Company.

It is further clarified that the proposed migration of the Company's Equity Shares to the Main Board of NSE and BSE shall be subject to the Company meeting and continuing to comply with all eligibility criteria prescribed under the SEBI (ICDR) Regulations, 2018, as well as the applicable circulars, guidelines, norms and requirements issued by the respective stock exchanges from time to time. The migration shall be considered by the stock exchanges only upon full compliance with such regulatory conditions, and the approval for migration shall remain entirely at the discretion of the stock exchanges.

**For & behalf of Integrated Personnel Services Limited**

**Sd/-**

**Tarang Raghuvir Goyal**

**Chairperson and Managing Director**

**DIN 01885882**

**Date: 28<sup>th</sup> November 2025**

**CIN: L74190MH2004PLC144160**

**Registered Address:**

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Mumbai, Maharashtra, India, 400101.**

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