

# NEUEON CORPORATION LIMITED

(Formerly Neueon Towers Limited)

CIN: L40109TG2006PLC049743

**Regd. Office:** S. No. 321, Turkala Khanapur Village, Hathnura, Sangareddy-502296, Telangana

**Corp. Office:** Unit No. 204, Ashoka Capital, Banjara Hills, Hyderabad-500034, Telangana

**Contact no** – +91 - 9490829549 | **Email** – cs@neueon.in | **Website:** [www.neueon.in](http://www.neueon.in)

## NOTICE OF POSTAL BALLOT

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

VOTING STARTS ON	VOTING ENDS ON
Tuesday, 6th Jan, 2026 at 9:00 a.m. (IST)	Thursday, 5th February, 2026 at 5:00 p.m. (IST)

*Dear Members/Shareholders,*

**NOTICE** is hereby given to the members of Neueon Corporation Limited (**“the Company”**) pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (**“Act”**) and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**“Rules”**) as amended from time to time, read with the General Circular No. 9/2024 dated 19<sup>th</sup> September, 2024 and such other relevant previous circulars as were issued by the Ministry of Corporate Affairs pertaining to holding of General Meetings / conducting Postal Ballot process through voting by electronic means (**“MCA Circulars”**), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No: SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October, 2024 (**“SEBI Circular”**), and Secretarial Standard (**“SS-2”**) issued by the Institute of Company Secretaries of India (ICSI) on General Meetings, that the resolution set out below is proposed for approval of the shareholders of Neueon Corporation Limited (**the “Company”**) through Postal Ballot by way of voting through electronic means (**“remote e-voting”**) only.

Pursuant to Section 102, 110 and other applicable provisions of the Act, the explanatory statements pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof is annexed to this Postal Ballot Notice (**“this Notice”**) for your consideration and forms part of this Notice.

In accordance with the provisions of the aforesaid Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer remote e-voting facility to all its shareholders to cast their vote electronically. In this regard, the Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing remote e-voting facility to all its members.

Shareholders are requested to read the instructions in the Notes under the section “Instructions relating to e-voting” in this postal ballot notice (**“Postal Ballot Notice”**) to cast their vote electronically. Shareholders are requested to cast their vote through the e-voting process not later than **Thursday 05<sup>th</sup> February, 2026 (5.00 pm)** to be eligible for being considered, failing which it will be considered that no vote has been received.

In accordance with the provisions of the MCA Circulars, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

**HENCE, IN COMPLIANCE WITH THE REQUIREMENTS OF THE MCA CIRCULARS, HARD COPY OF POSTAL BALLOT NOTICE ALONG WITH POSTAL BALLOT FORMS AND PRE-PAID BUSINESS REPLY ENVELOPE WILL NOT BE SENT TO THE MEMBERS FOR THIS POSTAL BALLOT AND MEMBERS ARE REQUIRED TO COMMUNICATE THEIR ASSENT OR DISSENT THROUGH THE REMOTE E-VOTING SYSTEM ONLY.**

The Statement pursuant to Section 102(1) and other applicable provisions of the Companies Act, 2013 read with the Rules thereunder, setting out all material facts relating to the resolution mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors of the Company has appointed Mr. Y Ravi Prasada Reddy, Practicing Company Secretary as the Scrutinizer pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, for conducting the postal ballot/e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report, after completion of scrutiny, to the Managing Director or Company Secretary of the Company. The results shall be declared by **Saturday, 7<sup>th</sup> February, 2026** and will be displayed on the Company's website ([www.neueon.in](http://www.neueon.in)) on the website of NSDL at ([www.evotingindia.com](http://www.evotingindia.com)) and will be communicated to Stock Exchanges.

The resolutions, if passed by the requisite majority, shall be deemed to have been passed on **Thursday 05<sup>th</sup> February, 2026** i.e., the last date specified for receipt of votes through e-voting process. The shareholders are requested to consider and, if thought fit, pass the following resolutions:

**SPECIAL BUSINESS:**

**ITEM-1 APPOINTMENT OF MR. DURGA VARA PRASAD BOLLA (DIN: 11178704), AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors and the provisions of Sections 149, 152, and 160 read with rules made thereunder, Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable provisions of the Companies Act, 2013 ("Act") including the Companies (Appointment and Qualifications of Directors) Rules, 2014, SEBI Listing Regulations and any other law for the time being in force [including any statutory modification(s) or re-enactment thereof for the time being in force], **Mr. Durga Vara Prasad Bolla (DIN: 11178704)**, who was appointed as an Additional Director in the category of Non-Executive Non-Independent of the Company by the Board of Directors with effect from November 07, 2025, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors (which term shall include any Committee of the Board) be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient for the purpose of giving effect to the foregoing resolution and for matters connected therewith or incidental thereto."

**ITEM-2-APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS FOR THE FINANCIAL YEARS 2025-26 and 2026-27.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 188 and all other provisions, if any of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, as amended from time to time and pursuant to the Company’s policy on materiality of Related Party Transactions and dealing with Related Party Transactions and based on the approval / recommendation of the Audit Committee and Board of Directors, consent of the Members of the Company be and is hereby accorded to enter into / continue with the existing Related Party Transaction(s)(whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as set out in the Explanatory Statement with ‘Related Parties’ within the definition of Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which may exceed 10% of the annual consolidated turnover of the Company for the last year (i.e. 2024-25), on such terms and conditions as may be agreed between the Company and such related parties, in the ordinary course of business of the Company and at an arm’s length basis.

**RESOLVED FURTHER THAT** all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to negotiate, finalize, amend and revise the terms and conditions of the aforesaid transactions and execute such agreements, documents and letters thereof as may be necessary, from time to time and to do all such acts, deeds and things as may be necessary or expedient to give effect to this resolution.”

**ITEM-3-APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS OF THE MATERIAL SUBSIDIARIES OF THE COMPANY FOR THE FINANCIAL YEARS 2025-26 and 2026-27.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 188 and all other provisions, if any of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014 and Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, as amended from time to time and pursuant to the Company’s policy on materiality of Related Party Transactions and dealing with Related Party Transactions and based on the approval / recommendation of the Audit Committee and Board of Directors, consent of the Members of the Company be and is hereby accorded to enter into / continue with the existing Related Party Transaction(s) by the material subsidiary of the Company (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as set out in the Explanatory Statement with ‘Related Parties’ within the definition of Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which may exceed 10% of the annual consolidated turnover of the Company for the last year (i.e. 2024-25) on such terms and conditions as may be agreed between the material subsidiary of the Company and such related parties, in the ordinary course of business of the Company and at an arm’s length basis.

**RESOLVED FURTHER THAT** all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to negotiate, finalize, amend and revise the terms and conditions of the aforesaid transactions and execute such agreements, documents and letters thereof as may be necessary, from time to time and to do all such acts, deeds and things as may be necessary or expedient to give effect to this resolution.”

**ITEM-4-APPOINTMENT OF MR. KRISHNAMURTHY VIJAYAN (DIN: 00589406), AS A CHAIRMAN & NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors and the provisions of Sections 149, 152, and 160 read with rules made thereunder, Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and other applicable provisions of the Companies Act, 2013 (“Act”) including the Companies (Appointment and Qualifications of Directors) Rules, 2014, SEBI Listing Regulations and any other law for the time being in force [including any statutory modification(s) or re-enactment thereof for the time being in force], **Mr. Krishnamurthy Vijayan (DIN: 00589406)**, who was appointed as a Chairman & Additional Director in the category of Non-Executive Non-Independent of the Company by the Board of Directors with effect from November 21st, 2025, be and is hereby appointed as a Chairman & Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors (which term shall include any Committee of the Board) be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient for the purpose of giving effect to the foregoing resolution and for matters connected therewith or incidental thereto.”

**By Order of the Board  
For Neueon Corporation Limited**

**Subrat Sahoo**  
Company Secretary & GM-Legal

**Date:** 03-01-2026

**Regd. Office:** S. No. 321, Turkala Khanapur Village,  
Hathnura, Sangareddy-502296, Telangana

## NOTES:

1. An Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, setting out the material facts and reasons for the resolutions in respect of the businesses set out above is annexed hereto.
2. On recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company in the Board meeting held on 07<sup>th</sup> Nov, 2025 has appointed Mr. Bolla Durga Vara Prasad as Director (Non-Executive & Non-Independent) of the Company and through circular resolution on 21<sup>st</sup> Nov, 2025 has appointed Mr. Krishnamurthy Vijayan as a Chairman & Director (Non-Executive & Non-Independent) of the Company. It is hereby informed that pursuant to Regulation 17 (1C) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of shareholders for reappointment of Directors is required to be obtained within 3 (three) months from the date of reappointment in the Board. On recommendation of Audit Committee and Board on meeting held on 03<sup>rd</sup> January 2026, company is seeking shareholder approval to enter into material related party transaction and material related party transactions of material subsidiaries i.e., Neueon Global Limited, Neueon Enterprises Limited and Neueon Power Limited.

As the General Meeting is not scheduled within the stipulated timeline, approval of the shareholders is sought by this Postal Ballot as per the provisions of the Companies Act, 2013 and rules made thereunder.

3. Any query in relation to the Resolutions proposed to be passed by this Postal Ballot may be addressed to Company Secretary and Compliance Officer at [cs@neueon.in](mailto:cs@neueon.in)
4. In compliance with the provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Management Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the **Company has engaged the services of NSDL for facilitating e-voting** to enable the Members to cast their votes electronically.
5. The Postal Ballot Notice is being sent only by email to all the Members, whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') as on **Friday, 02<sup>nd</sup> January, 2026 (the 'cut-off date')** and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with Company's Registrar and Share Transfer Agent ("**RTA**") i.e. Bigshare Services Private Limited.
6. Members may note that the aforesaid Postal Ballot Notice has been uploaded on the website of the Company at [www.neueon.in](http://www.neueon.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively.

The Postal Ballot Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility). Accordingly, members who have not registered their e-mail address may register their e-mail address by sending an email to Company ([cs@neueon.in](mailto:cs@neueon.in)) / RTA ([bsshyd1@bigshareonline.com](mailto:bsshyd1@bigshareonline.com)), along with their folio no./DP ID client ID and valid email address for registration.

7. The voting rights of the Members shall be reckoned in proportion to the equity shares held by them on the cut-off date on **Friday, 02<sup>nd</sup> January, 2026**. Only those Members holding shares either in physical form or dematerialized form as on the Cutoff date will be entitled to cast their votes by remote e-voting. A person who is not a member as on the Cut-off date should treat this Postal Ballot Notice for information purposes only.
8. Resolutions, if passed by the Members through Postal Ballot is deemed to have been duly passed on the last date specified for the remote e-voting i.e., on **Thursday, 05<sup>th</sup> February, 2026** and shall be deemed to have



been passed at a general meeting of Members convened on that behalf.

9. A member cannot exercise his vote by proxy on a Postal Ballot.
10. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities vide its circulars dated 3<sup>rd</sup> November, 2021, 14<sup>th</sup> December, 2021, 16<sup>th</sup> March, 2023, 17<sup>th</sup> November, 2023 and 7<sup>th</sup> May, 2024. It is also mandatory to link PAN with Aadhaar. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA at [bsshyd1@bigshareonline.com](mailto:bsshyd1@bigshareonline.com).

Members holding shares in electronic form are therefore, requested to submit their PAN to their depository participant(s). In case a holder of physical securities fails to furnish these details or link their PAN with Aadhaar, RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents.

#### **INSTRUCTIONS FOR VOTING THROUGH ELECTRONIC MEANS:**

The procedure and instructions for voting through electronic means are as follows:

##### **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>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>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.</li></ol>

	<p>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.</p> <ol style="list-style-type: none"> <li>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> <li>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.</li> <li>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.</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login 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 Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> </ol>

	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 & 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.

**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 :

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](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 [yvavifcs@gmail.com](mailto:yvavifcs@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 [swapneelp@nsdl.com](mailto:swapneelp@nsdl.com) 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 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@neueon.in](mailto:cs@neueon.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@neueon.in](mailto:cs@neueon.in). 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 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.

We urge Members to support our commitment to environmental protection by choosing to receive the Company's communication through email.

## **ANNEXURE TO NOTICE:**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (THE “ACT”) AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (“SEBI LISTING REGULATIONS”), CIRCULARS ISSUED THEREUNDER AND SECRETARIAL STANDARD ON GENERAL MEETINGS (“SS-2”) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (“ICSI”).**

### **Item No. 1- Appointment of Mr. Durga Vara Prasad Bolla (DIN: 11178704) as a Non-Executive Non-Independent Director of the Company:**

As per the provisions of Section 152 of the Companies Act, 2013 (‘the Act’), save as otherwise expressly provided in this Act, every director shall be appointed by the company in general meeting.

Further, in terms of Section 160 of the Act, a person who is not a retiring director in terms of section 152 shall, subject to the provisions of this Act, shall be eligible for appointment to the office of a director at any general meeting, if he, or some member intending to propose him as a director, has, not less than 14 days before the meeting, left at the registered office of the company, a notice in writing under his hand signifying his candidature as a director or, as the case may be, the intention of such member to propose him as a candidate for that office, along with the deposit of one lakh rupees or such higher amount as may be prescribed. Provided that requirements of deposit of amount shall not apply in case of appointment of an independent director or a director recommended by the Nomination and Remuneration Committee.

In terms of Regulation 17(1C) of the SEBI Listing Regulations, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

As per Section 110 of the Companies Act, 2013, the Company may transact the proposed business by means of postal ballot, instead of transacting such business at a general meeting.

Upon recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on November 07, 2025, had Mr. Durga Vara Prasad Bolla (DIN: 11178704) as an Additional Director in the category of Non-Executive Non-Independent Director of the Company, w.e.f. November 07, 2025, subject to approval of the Members of the Company to be obtained at the next general meeting or within a period of not more than three months from the date of appointment, whichever is earlier.

It may be noted that while in terms of Section 161 of the Act, Mr. Durga Vara Prasad Bolla holds aforesaid office till 19th Annual General Meeting of the Company, in terms of Regulation 17(1C) of SEBI Listing Regulations his appointment needs to be approved by the Members on or before February 06, 2026, considering no General Meeting of the Members is expected to be held before the said date.

Further, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its aforementioned meeting, has recommended to the Members, the appointment of Mr. Durga Vara Prasad Bolla as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Pursuant to above stated statutory provisions, the aforesaid appointment of Mr. Durga Vara Prasad Bolla requires approval of the Members by way of an Ordinary Resolution.

The Company has received declaration from Mr. Durga Vara Prasad Bolla that he is not disqualified from being appointed as a Director in terms of Section 164 and other applicable provisions of the Act and also received his consent for the aforesaid appointment. In addition, Form MBP-1, disclosing his interests or concerns in other company(ies) pursuant to Section 184(1) of the Act, has been received.

**Brief profile of Mr. Bolla Durga Vara Prasad is as under:**

Mr. Bolla Durga Vara Prasad is graduate in commerce. He has vast exposure over manufacturing sector of the organization.

Nomination and Remuneration Committee and the Board of Directors at their respective meetings have assessed the candidature of Mr. Bolla Durga Vara Prasad, taking into account his detailed profile, experience and competencies (including the Skill Matrix) and are of the view that it would be in the interest of the Company to appoint him as a Non-Executive Non-Independent Director of the Company.

As required under Regulation 36 of SEBI Listing Regulations and the SS-2 issued by ICSI, the relevant details of Mr. Bolla Durga Vara Prasad are annexed herewith to the notice as **Annexure - I**.

Except Mr. Bolla Durga Vara Prasad, being an appointee and his relatives, none of the Directors and / or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, except for their shareholding, if any, in the Company, in the resolution set out in Item No. 1 of this Notice.

The Board recommends passing of the resolution set out in Item No. 1 of this Notice, as an Ordinary Resolution.

**Item No. 2- Approval of Material Related Party Transactions of the Company for the financial years 2025-26 and 2026-27:**

Pursuant to the Provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of Ordinary resolution, in case certain transactions with related parties exceeds the specified threshold limits. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and at an arm's length basis. In this regard, all Related Party Transactions with an aggregate value exceeding ` 1,000 crore or 10% of annual audited consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall be considered as "material" and requires prior approval of members by means of an Ordinary Resolution.

However, pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, approval of the members is required for all Material Related Party Transactions, even if they are entered into in the ordinary course of business and at an arm's length basis.

Given the nature of the Company, the Company works closely with its subsidiary, group companies and other related parties to achieve its business objectives and enters into various operational transactions with its related parties, from time to time, in the ordinary course of business and at an arm's length basis.

**Following shall be considered as "Material Related Party Transactions" of the Company for the financial years 2025-26 and 2026-27, based on the annual audited consolidated turnover of the Company for the previous year (i.e. 2024-25):**



S. No	Name of Related Party	Nature of transaction	Threshold limit*	Estimated Transaction(s) value
1	^^Neueon Enterprises Limited	Sale & Purchase of Goods & Services, rent and business advances	INR 54 lacs	Upto INR 100 Crores in one or more tranches
2	^Neueon Global Limited	Sale & Purchase of Goods & Services, rent and business advances	INR 54 lacs	Upto INR 100 Crores in one or more tranches
3	^^Neueon Power Limited	Sale & Purchase of Goods & Services, rent and business advances	INR 54 lacs	Upto INR 100 Crores in one or more tranches

^Directors have significant influence

^^ Directors and KMPs have significant influence

\*10% of consolidated turnover (i.e. INR 5.40 Crs) of the Company for the year 2024-25

**Note –**

- The amended Regulation 2(1)(zc) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has also enhanced the definition of Related Party Transactions which now includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.
- Audit Committee was provided with the relevant details about the proposed Related Party Transactions including rationale, material terms and justification for proposed Related Party Transactions. Accordingly, the Audit Committee has granted approval for entering into the aforesaid Related Party Transactions to be entered during the year 2025-27.
- The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it and, while approving the Related Party Transactions, the Committee has determined that the promoter(s) will not benefit from the proposed Related Party Transactions at the expense of public shareholders.

**Additional Information pursuant to SEBI master circular dated 11th November, 2024:**

S. No	Description	Details (1)	Details (2)	Details (3)
	<b>Details of summary of information as provided by the Management to the Audit Committee</b>			
a	<b>Name of the related party and its relationship with the Company</b>	Neueon Enterprises Limited [proposed Material Subsidiary and directors and KMPs have significant influence]	Neueon Global Limited [proposed Material Subsidiary and directors have significant influence]	Neueon Power Limited [proposed Material Subsidiary and directors and KMPs have significant influence]
b	<b>Name of the Director or key managerial personnel who is related and nature of relationship</b>	Mr. Sudheer Rayachoti, Mr. Purusothama Reddy Marrikunta and Mr. V Naveen Babu (CFO) are also Directors in Neueon Enterprises Limited.	Mr. Sudheer Rayachoti, Mr. Purusothama Reddy Marrikunta are also Directors in Neueon Global Limited.	Mr. Sudheer Rayachoti (Managing Director), Mr. Subrat Sahoo (CS) are also Directors of Neueon Power Limited.

C	<b>Type, material terms, monetary value and particulars of contracts or arrangement</b>	The transaction involves Sale & Purchase of goods, availing & rendering of Services and renting of property / Business advance. The maximum annual value of the proposed transactions is estimated based on the Company's current transactions and future business projections.		
d	<b>Value of proposed Transaction (aggregate limits is an enabling limit to help the business operate smoothly without interruptions)</b>	Rs. 100 Crores	Rs. 100 Crores	Rs. 100 Crores
e	<b>Tenure of the proposed transaction</b>	This related party transactions are recurring in nature. However, the approval of the shareholders is being sought for entering into Related Party Transactions for the year 2025-27.		
f	<b>Percentage of annual consolidated turnover considering FY 2024-25 as the immediately preceding financial year</b>	1852 % each company.		
2	<b>Justification for the transaction</b>	The proposed Related Party Transactions are in the best interest of the Company and are intended to further its core business objectives. These arrangements aim to achieve operational synergies, reduce costs, and enhance long-term sustainability. All transactions shall be conducted in the ordinary course of business and on an arm's length basis and in accordance with the Company's Related Party Transactions Policy.		
3	<b>Details of transactions relating to any loans, inter-corporate deposits, advances or investments.</b>	NIL	NIL	NIL
4	<b>A copy of the valuation or other external party report, if any, such report has been relied upon</b>	As and when the Board feels appropriate, valuation report or other external report would be sought in accordance with the Companies Act, 2013 and other relevant laws for undertaking proposed Related Party Transactions.		
5	<b>Percentage of</b>	Not available		

	the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis:	
6	Any other information that may be relevant	Based on the nature of transaction, advance for part or full amount of the transaction/ arrangement could be paid / received in the ordinary course of business.

The aforesaid estimated value of the proposed transactions may exceed the material threshold limits as prescribed under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Actual value of the transactions may vary depending upon the business requirements.

Furthermore, the value of Related Party Transactions with aforesaid Related Parties for the period commencing from 1st April, 2025 to the date of this Notice has not exceeded the material thresholds and the Company will ensure that the same does not exceed the aforesaid threshold upto the date of declaration of results of this Postal Ballot.

The aforesaid transactions shall also be reviewed/ monitored on quarterly basis by the Audit Committee of the Company and shall at all time remain within the aforesaid limits. It is further clarified that while the sub-limits of individual transactions (i.e. sale or purchase of Goods or services) may be utilized interchangeably based on business requirements, the aggregate value of transactions shall at all times remain within the overall limits as approved by the shareholders.

However, in case of any subsequent material modifications as defined in the Company's policy on materiality of Related Party Transactions and dealing with Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board, based on the recommendation made by the Audit Committee, recommends the resolution set forth in item no. 2 of the notice for approval of the members by passing an **Ordinary Resolution**. All entities falling under the definition of related party of the Company shall abstain from voting irrespective of whether the individual/entity is party to the particular transaction or not.

Mr. Sudheer Rayachoti, Mr. Purusothama Reddy Marrikunta, Mr. Subrat Sahoo & Mr. V Naveen Babu are interested in the resolution as set out at Item No. 2 of the Notice with regard to approval of proposed material Related Party Transactions for the year 2025-27. Save and except the above, no other Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

**Item No. 3- Approval of Material Related Party Transactions of the Material Subsidiaries of the Company for the financial years 2025-26 and 2026-27.**

Pursuant to the Provisions of Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of Ordinary resolution, in case of certain transactions with related parties exceeds the specified threshold limits. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and at an arm's length basis.

However, pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, approval of the members is required for all Material Related Party

Transactions, even if they are entered into in the ordinary course of business and at an arm's length basis.

In this regard, all Related Party Transactions with an aggregate value exceeding ` 1,000 crore or 10% of annual audited consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall be considered as "material" and requires prior approval of members by means of an Ordinary Resolution. Neueon Global Limited, Neueon Enterprises Limited and Neueon Power Limited are wholly owned subsidiaries of your company.

**Following shall be considered as "Material Related Party Transactions" of the Company pertaining to the Proposed Material Subsidiary (Neueon Global Limited, Neueon Enterprises Limited and Neueon Power Limited) for the year 2025-27, based on the annual audited consolidated turnover of the Company for the previous year (i.e. 2024-25):**

S. No	Name of Related Party	Nature of transaction	Threshold limit*	Estimated Transaction(s) value
1	^^Neueon Corporation Limited	Sale & Purchase of Goods & Services, rent and business advances	INR 54 lacs	Upto INR 100 Crores in one or more tranches
2	^Neueon Steels Private Limited	Sale & Purchase of Goods & Services, rent and business advances	INR 54 lacs	Upto INR 100 Crores in one or more tranches
3	^Precast Structures Private Limited	Sale & Purchase of Goods & Services, rent and business advances	INR 54 lacs	Upto INR 100 Crores in one or more tranches
4	Neueon Power Limited	Sale & Purchase of Goods & Services, rent and business advances between sister concern companies	INR 54 lacs	Upto INR 100 Crores in one or more tranches
5	Neueon Global Limited	Sale & Purchase of Goods & Services, rent and business advances between sister concern companies	INR 54 lacs	Upto INR 100 Crores in one or more tranches
6	Neueon Enterprises Limited	Sale & Purchase of Goods & Services, rent and business advances between sister concern companies	INR 54 lacs	Upto INR 100 Crores in one or more tranches

^Directors have significant influence

^^ Directors and KMPs have significant influence

\*10% of consolidated turnover (i.e. INR 5.40 Crs) of the Company for the year 2024-25

**Note –**

- The amended Regulation 2(1)(zc) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has also enhanced the definition of Related Party Transactions which now includes a transaction involving a transfer of resources, services or obligations between a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, regardless of whether a price is charged or not.
- Audit Committee was provided with the relevant details about the proposed Related Party

Transactions including rationale, material terms and justification for proposed Related Party Transactions. Accordingly, the Audit Committee has granted approval for entering into the aforesaid Related Party Transactions to be entered during the year 2025-27.

- c) The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company. Further, the Audit Committee has confirmed that the relevant disclosures for decision-making of the Committee were placed before it and, while approving the Related Party Transactions, the Committee has determined that the promoter(s) will not benefit from the proposed Related Party Transactions at the expense of public shareholders.

Accordingly, the Board of Directors based on recommendation of the Audit Committee at their meeting held on 03th January, 2026, have accorded approval to enter into aforesaid material Related Party Transactions pertaining to Neueon Global Limited, Neueon Enterprises Limited and Neueon Power Limited (wholly owned subsidiaries) with 'Related Parties' within the definition of Regulation 2(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (whether individual transaction or transactions taken together or series of transactions or otherwise) for the year 2025-27.

**Additional Information pursuant to SEBI master circular dated 11th November, 2024:**

S. No	Description	Details (1)	Details (2)	Details (3)
1	<b>Details of summary of information as provided by the Management to the Audit Committee</b>			
a	<b>Name of the related party and its relationship with the Company</b>	Neueon Corporation Limited [Company]	Neueon Steels Private Limited [Directors have significant influence]	Preca Structures Private Limited [Directors have significant influence]
b	<b>Name of the Director or key managerial personnel who is related and nature of relationship</b>	Mr. Sudheer Rayachoti, Mr. Purusothama Reddy Marrikunta, Mr. V Naveen Babu (CFO), Mr. Subrat Sahoo (CS) are also Directors in Neueon Corporation Limited.	Mr. Sudheer Rayachoti is Director and shareholder in Neueon Steels Private Limited.	Mr. Sudheer Rayachoti is Director and shareholder in Preca Structures Private Limited. Mr. Durga Vara Prasad Bolla is Additional Director in Preca Structures Private Limited
C	<b>Type, material terms, monetary value and particulars of contracts or arrangement</b>	The transaction involves Sale & Purchase of goods, availing & rendering of Services and renting of property / Business advance. The maximum annual value of the proposed transactions is estimated based on the Company's current transactions and future business projections.		
d	<b>Value of proposed Transaction (aggregate limits is an enabling limit to help the business operate smoothly without interruptions)</b>	Rs. 100 Crores	Rs. 100 Crores	Rs. 100 Crores
e	<b>Tenure of the proposed</b>	This related party transactions are recurring in nature. However, the approval of the shareholders is being sought for entering into Related		



	<b>transaction</b>	Party Transactions for the year 2025-27.		
f	<b>Percentage of annual consolidated turnover considering FY 2024-25 as the immediately preceding financial year</b>	1852 % each company.		
2	<b>Justification for the transaction</b>	The proposed transactions are in the best interest of the Neueon Power Limited, Neueon Global Limited and Neueon Enterprises Limited (Wholly owned Subsidiaries) and are purely for the purpose of furthering the main business activities ensuring that it would be in the best interest of the Neueon Power Limited, Neueon Global Limited and Neueon Enterprises Limited (Wholly owned Subsidiaries) and towards achieving synergies and economies of scale; reduce operational costs and strengthen sustainability. These transactions shall be purely on the basis of day-to-day business requirements and in the Ordinary Course of business & on an arm's length basis as per the guidelines of related party policy of the Company.		
3	<b>Details of transactions relating to any loans, inter-corporate deposits, advances or investments.</b>	NIL	NIL	NIL
4	<b>A copy of the valuation or other external party report, if any, such report has been relied upon</b>	As and when the Board feels appropriate, valuation report or other external report would be sought in accordance with the Companies Act, 2013 and other relevant laws for undertaking proposed Related Party Transactions.		
5	<b>Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis:</b>	Not available		
6	<b>Any other information that may be relevant</b>	Based on the nature of transaction, advance for part or full amount of the transaction/ arrangement could be paid / received in the ordinary course of business.		

S. No	Description	Details (4)	Details (4)	Details (5)
1	<b>Details of summary of information as provided by the Management to the Audit Committee</b>			
a	<b>Name of the related party and its relationship with the Company</b>	Neueon Power Limited [Directors & KMP have significant influence]	Neueon Global Limited [Directors have significant influence]	Neueon Enterprises Limited [Directors & KMP have significant influence]
b	<b>Name of the Director or key managerial personnel who is related and nature of relationship</b>	Mr. Sudheer Rayachoti, and Mr. Subrat Sahoo are common directors/KMP.	Mr. Sudheer Rayachoti and Mr. Purusothama Reddy Marrikunta are common directors.	Mr. Sudheer Rayachoti, Mr. Purusothama Reddy Marrikunta and Mr. V Naveen Babu are common directors/KMP.
C	<b>Type, material terms, monetary value and particulars of contracts or arrangement</b>	The transaction involves Sale & Purchase of goods, availing & rendering of Services and renting of property / Business advance between sister concern companies. The maximum annual value of the proposed transactions is estimated based on the Company's current transactions and future business projections.		
d	<b>Value of proposed Transaction (aggregate limits is an enabling limit to help the business operate smoothly without interruptions)</b>	Rs. 100 Crores	Rs. 100 Crores	Rs. 100 Crores
e	<b>Tenure of the proposed transaction</b>	This related party transactions are recurring in nature. However, the approval of the shareholders is being sought for entering into Related Party Transactions for the year 2025-27.		
f	<b>Percentage of annual consolidated turnover considering FY 2024-25 as the immediately preceding financial year</b>	1852 % each company.		
2	<b>Justification for the transaction</b>	The proposed transactions between sister concern companies are in the best interest of the Neueon Power Limited, Neueon Global Limited and Neueon Enterprises Limited (Wholly owned Subsidiaries) and are purely for the purpose of furthering the main business activities ensuring that it would be in the best interest of the Neueon Power Limited, Neueon Global Limited and Neueon Enterprises Limited (Wholly owned Subsidiaries) and towards achieving synergies and economies of scale; reduce operational costs and strengthen sustainability. These transactions shall be purely on the basis of day to day business requirements and in the Ordinary Course of business & on an arm's length basis as per the guidelines of related party policy of the Company.		

3	<b>Details of transactions relating to any loans, inter-corporate deposits, advances or investments.</b>	NIL	NIL	NIL
4	<b>A copy of the valuation or other external party report, if any, such report has been relied upon</b>	As and when the Board feels appropriate, valuation report or other external report would be sought in accordance with the Companies Act, 2013 and other relevant laws for undertaking proposed Related Party Transactions.		
5	<b>Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis:</b>	Not available		
6	<b>Any other information that may be relevant</b>	Based on the nature of transaction, advance for part or full amount of the transaction/ arrangement could be paid / received in the ordinary course of business.		

The aforesaid estimated value of the proposed transactions may exceed the material threshold limits as prescribed under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Actual value of the transactions may vary depending upon the business requirements.

Furthermore, the value of Related Party Transactions with aforesaid Related Parties for the period commencing from 1st April, 2025 to the date of this Notice has not exceeded the material thresholds and the Company will ensure that the same does not exceed the aforesaid threshold upto the date of declaration of results of this Postal Ballot.

The aforesaid transactions shall also be reviewed/ monitored on quarterly basis by the Audit Committee of the Company and shall at all time remain within the aforesaid limits. It is further clarified that while the sub-limits of individual transactions (i.e. sale or purchase of Goods or services) may be utilized interchangeably based on business requirements, the aggregate value of transactions shall at all times remain within the overall limits as approved by the shareholders.

However, in case of any subsequent material modifications as defined in the Company's policy on materiality of Related Party Transactions and dealing with Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board, based on the recommendation made by the Audit Committee, recommends the resolution set forth in item no. 2 of the notice for approval of the members by passing an **Ordinary Resolution**. All entities falling under the definition of related party of the Company shall abstain from voting irrespective of whether the individual/entity is party to the particular transaction or not.

Mr. Sudheer Rayachoti, Mr. Purusothama Reddy Marrikunta, Mr. Subrat Sahoo & Mr. V Naveen Babu are interested in the resolution as set out at Item No. 3 of the Notice with regard to approval of proposed material Related Party Transactions for the year 2025-27. Save and except the above, no other Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

**Item No. 4- Appointment of Mr. Krishnamurthy Vijayan (DIN: 00589406) as a Chairman & Non-Executive Non-Independent Director of the Company**

As per the provisions of Section 152 of the Companies Act, 2013 ('the Act'), save as otherwise expressly provided in this Act, every director shall be appointed by the company in general meeting.

Further, in terms of Section 160 of the Act, a person who is not a retiring director in terms of section 152 shall, subject to the provisions of this Act, shall be eligible for appointment to the office of a director at any general meeting, if he, or some member intending to propose him as a director, has, not less than 14 days before the meeting, left at the registered office of the company, a notice in writing under his hand signifying his candidature as a director or, as the case may be, the intention of such member to propose him as a candidate for that office, along with the deposit of one lakh rupees or such higher amount as may be prescribed. Provided that requirements of deposit of amount shall not apply in case of appointment of an independent director or a director recommended by the Nomination and Remuneration Committee.

In terms of Regulation 17(1C) of the SEBI Listing Regulations, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

As per Section 110 of the Companies Act, 2013, the Company may transact the proposed business by means of postal ballot, instead of transacting such business at a general meeting.

Upon recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, through circular resolution passed on November 21st, 2025, had Mr. Krishnamurthy Vijayan (DIN: 00589406) as Chairman & Additional Director in the category of Non-Executive Non-Independent Director of the Company, w.e.f. November 21st, 2025, subject to approval of the Members of the Company to be obtained at the next general meeting or within a period of not more than three months from the date of appointment, whichever is earlier.

It may be noted that while in terms of Section 161 of the Act, Mr. Krishnamurthy Vijayan holds aforesaid office till 19th Annual General Meeting of the Company, in terms of Regulation 17(1C) of SEBI Listing Regulations his appointment needs to be approved by the Members on or before February 20, 2026, considering no General Meeting of the Members is expected to be held before the said date.

Further, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its aforementioned meeting, has recommended to the Members, the appointment of Mr. Mr. Krishnamurthy Vijayan as Chairman and Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Pursuant to above stated statutory provisions, the aforesaid appointment of Mr. Krishnamurthy Vijayan requires approval of the Members by way of an Ordinary Resolution.

The Company has received declaration from Mr. Krishnamurthy Vijayan that he is not disqualified from being appointed as a Director in terms of Section 164 and other applicable provisions of the Act and also

received his consent for the aforesaid appointment. In addition, Form MBP-1, disclosing his interests or concerns in other company(ies) pursuant to Section 184(1) of the Act, has been received.

**Brief profile of Mr. Krishnamurthy Vijayan is as under:**

Mr. Krishnamurthy Vijayan has 39 years of experience in mutual funds, asset management, infrastructure financing, and public-private initiatives, along with 25 years of Board-level experience in governance, compliance, IT, and CSR activities. He brings deep expertise in fund launches, institutional partnerships, and strategic turnarounds. He has also contributed to policy-level advisory engagements for industry bodies, government agencies, and various corporates.

Nomination and Remuneration Committee and the Board of Directors at their respective meetings have assessed the candidature of Mr. Krishnamurthy Vijayan, taking into account his detailed profile, experience and competencies (including the Skill Matrix) and are of the view that it would be in the interest of the Company to appoint him as a Chairman and Non-Executive Non-Independent Director of the Company.

As required under Regulation 36 of SEBI Listing Regulations and the SS-2 issued by ICSI, the relevant details of Mr. Krishnamurthy Vijayan are annexed herewith to the notice as **Annexure - I**.

Except Mr. Krishnamurthy Vijayan, being an appointee and his relatives, none of the Directors and / or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, except for their shareholding, if any, in the Company, in the resolution set out in Item No. 4 of this Notice.

The Board recommends passing of the resolution set out in Item No. 4 of this Notice, as an Ordinary Resolution.

**By Order of the Board  
For Neueon Corporation Limited**

**Subrat Sahoo**  
Company Secretary & GM-Legal

Date: 03-01-2026

Place: Hyderabad



**Annexure I**

Details of Director(s) seeking appointment/ ~~re-appointment~~/ regularization (Pursuant to Reg.36 (3) of SEBI (LODR) Regulations, 2015 read with Secretarial Standard -2 issued by ICSI is given below:

A	Name	<b>Mr. Durga Vara Prasad Bolla</b> <b>(DIN- 11178704)</b>	<b>Mr. Krishnamurthy Vijayan</b> <b>(DIN- 00589406)</b>
B	Brief Profile		
	i) Age	40 years	63 years
	ii) Educational Qualification	B. Com	Master in Arts
	iii) Experience in specific functional area	Mr. Bolla Durga Vara Prasad is graduate in commerce. He has vast exposure over manufacturing sector of the organization.	Mr. Krishnamurthy Vijayan has 39 years of experience in mutual funds, asset management, infrastructure financing, and public-private initiatives, along with 25 years of Board-level experience in governance, compliance, IT, and CSR activities. He brings deep expertise in fund launches, institutional partnerships, and strategic turnarounds. He has also contributed to policy-level advisory engagements for industry bodies, government agencies, and various corporates.
	iv) Date of appointment on the board of the Company	07 <sup>th</sup> Nov 2025	21 <sup>st</sup> Nov 2025
C	Nature of expertise in functional area	Mentioned in clause B (iii) above.	Mentioned in clause B (iii) above.
D	Directorship held in other Companies (excluding foreign and Section 8 Companies)	M/s. Preca Structures Private Limited -Additional Director  M/s. Aster Private Limited - Additional Director	M/s. Aban Offshore Limited-Independent Director  M/s. SBI Funds International (IFSC) Limited- Independent Director  M/s. KKGE Investments Private Limited- Director  M/s. Charioteer Advisors Private Limited- Director & Shareholder  M/s. Kanyakumari Green Earth Foundation- Director
E	Chairmanship/ Membership of committees of other Companies (includes only Audit, Stakeholders	NIL	Chairman of Audit Committee & CSR Committee of M/s. Aban Offshore Limited

	Relationship and Nomination & Remuneration Committee)		Member of Nomination and remuneration committee of M/s. Aban Offshore Limited
F	No. of shares of ₹ 1/- each held by the Director	Nil	Nil
G	Relationship between Directors inter se (As per section 2(77) of the Companies Act, 2013 and Companies (Specification of definitions details) Rules, 2014)	None of the Directors, Manager or KMP of the Company is related to Mr. Durga Vara Prasad Bolla	None of the Directors, Manager or KMP of the Company is related to Mr. Krishnamurthy Vijayan
H	Terms and Condition of appointment	Appointment as Non-Executive Non-Independent Director, liable to retire by rotation.  As per the appointment letter placed on the website of the Company.	Appointment as Non-Executive Non-Independent Director, liable to retire by rotation.  As per the appointment letter placed on the website of the Company.
I	Number of meetings of the Board attended during the financial year 2025-26	1	1
J	Name of Listed entities from which the Director has resigned in the past three years.	NIL	
K	Remuneration last drawn	NA	NA
L	Remuneration proposed to be drawn	He is entitled to sitting fee for attending board and committee meeting (if any) and commission on profits permitted under the provisions of the Companies Act, 2013.	He is entitled to sitting fee for attending board and committee meeting (if any) and commission on profits permitted under the provisions of the Companies Act, 2013.
M	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements / justification for choosing the appointees for appointment as Independent Directors.	Not Applicable	Not Applicable

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