

**GABRIEL INDIA LIMITED**

Regd. Add: 29th Milestone, Pune-Nashik Highway, Village Kuruli, Taluka Khed, Pune MH 410501 IN

CIN: L34101PN1961PLC015735

email: [secretarial@gabriel.co.in](mailto:secretarial@gabriel.co.in) | website: [www.anandgroupindia.com/gabrielindia/](http://www.anandgroupindia.com/gabrielindia/)**NOTICE OF POSTAL BALLOT****[Pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, each as amended]****Dear Member(s),**

Notice is hereby given pursuant to Sections 108 and 110 of the Companies Act, 2013 (“the Act”), Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”) and other applicable provisions of the Act and the Rules, General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as “MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS 2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) that the resolution appended below is proposed to be passed by the members of Gabriel India Limited (“the Company”) by way of postal ballot only through remote e-Voting process (“e-Voting”). 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.

An explanatory statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the resolution, setting out the material facts and reasons thereof, is appended along with the Notice.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed Ms. Savita Jyoti, Practicing Company Secretaries (Membership No.: 3738 | COP No. 1796) or failing her Ms. Trusha Shah (Membership No.: 41022 | COP No. 19908) as the Scrutinizer to conduct the Postal Ballot and E-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser’s decision on the validity of the votes cast in the postal ballot shall be final.

The Company has engaged the services of Kfin Technologies Limited (‘Kfintech’), Registrar and Transfer Agent of the Company to provide E-voting facility. Shareholders are requested to read the instructions in the Notes under the section “INSTRUCTIONS FOR E-VOTING” in this Notice of Postal Ballot (‘Notice’) to cast their vote electronically.

The E-voting will be available during the following period after which the portal shall forthwith be blocked and shall not be available:

<b>Commencement of E-voting</b>	09:00 a.m. IST, Friday, April 10, 2026
<b>End of E-voting</b>	05:00 p.m. IST, Saturday, May 09, 2026

Upon completion of the scrutiny of the votes cast through E-voting, the Scrutinizer will submit her report to the Chairperson, or any person authorized by her. The results of the Postal Ballot by way of E-voting shall be announced on or before **Tuesday, May 12, 2026**.

**SPECIAL BUSINESS:****RE-APPOINTMENT OF MRS. PALLAVI JOSHI BAKHRU (DIN: 01526618) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS W.E.F. MAY 26, 2026**

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

**“RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], **Mrs. Pallavi Joshi Bakhru (DIN: 01526618)** who was appointed as an Independent Non-executive Director of the Company at the 59<sup>th</sup> Annual General Meeting of the Company held on August 04, 2021 and who holds office of Independent Director up to May 25, 2026 and who is eligible for being re-appointed

as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing her candidature for the office of Director, be re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years commencing from **May 26, 2026 to May 25, 2031 (both days inclusive)**.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to delegate / authorise any director and / or official of the Company to take such steps as may be necessary, desirable or expedient to give effect to this resolution.”

By order of the Board of Directors of  
**Gabriel India Limited**

**Nilesh Jain**  
**Company Secretary**  
**M. No. F5113**

Date : February 03, 2026  
Place : Pune

**Registered Office:**

29, Milestone Village Kuruli  
Pune Nasik Highway, Taluk Khed,  
Pune, Maharashtra – 410501 (India)  
Email: [secretarial@gabriel.co.in](mailto:secretarial@gabriel.co.in)  
Website: [www.anandgroupindia.com/gabrielindia/](http://www.anandgroupindia.com/gabrielindia/)  
CIN: L34101PN1961PLC015735

**Notes:**

1. The Explanatory Statement and reasons for the proposed resolution pursuant to section 102 read with section 110 of the Act, setting out material facts is appended herein below.
2. In accordance with the provisions of the MCA Circulars and SEBI Circulars, the Company is sending this Notice only in electronic form to those members, whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories/ KFin Technologies Limited, the Company’s Registrar and Transfer Agent (‘RTA’) on **Friday, April 03, 2026 (‘Cut-Off Date’)** and whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants (in case of electronic shareholding) or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, April 03, 2026**.
3. Only those members whose names are appearing in the Register of Members/List of Beneficial Owners as on the cut-off date shall be eligible to cast their votes through Postal Ballot by remote e-voting. A person who is not a member on the cut-off date should treat this Notice for information purposes only. It is however, clarified that all members of the Company as on the cut-off date (including those members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the Resolution in accordance with the process specified in this Notice. The physical copies of the postal ballot notice along with postal ballot forms and business reply envelopes are not being sent to the members for this postal ballot.
4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in Note no. 17 of this Notice.
5. The remote e-voting shall **commence on Friday, April 10, 2026, at 9.00 a.m. (IST)** and shall **end on Saturday, May 09, 2026, at 5.00 p.m. (IST)**. During this period, Members of the Company holding shares in physical or electronic form as on the cut-off date may cast their vote electronically. The remote e voting module shall be disabled for voting thereafter.
6. SEBI has mandated the submission of PAN by every participant in the securities market. The members holding shares in dematerialised form are therefore requested to submit their PAN to the Depository Participant with whom they are maintaining their dematerialised accounts.

7. As per the provisions of Section 72 of the Act, the facility for making nominations is available for the members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.
8. Physical shareholders are hereby notified that based on SEBI Circular SEBI/HO/MIRSD/MIRSD PoD-I/P/ CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR I form along with the supporting documents.

ISR I Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- (i) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- (ii) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- (iii) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

9. Shareholders holding shares in dematerialized mode are requested to register/ update their email address with the relevant Depository Participants.
10. As required by Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the Listing Regulations, the dispatch of the postal ballot notice along with explanatory statement shall be announced through an advertisement in at least one English language newspaper and one regional newspaper having wide circulation, where the registered office of the Company is situated.
11. The Company has appointed Ms. Savita Jyoti, Practicing Company Secretaries (Membership No.: 3738 | COP No. 1796) or failing her Ms. Trusha Shah (Membership No.: 41022 | COP No. 19908) to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.
12. The Scrutinizer will submit her report to the Chairperson, or any other person authorised by her, after scrutiny of the votes cast, on the result of the Postal Ballot on or before **Tuesday, May 12, 2026**. The Scrutinizer's decision on the validity of votes cast will be final.
13. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website: [www.anandgroupindia.com/gabrielindia/](http://www.anandgroupindia.com/gabrielindia/) and on the website of KFintech <http://evoting.kfintech.com> immediately after the result is declared by the Chairperson or any other person authorized by her, and the same shall be communicated to the Stock Exchanges, where the equity shares of the Company are listed.
14. The Resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for remote e-voting i.e. **Saturday, May 09, 2026**. Further, Resolutions passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
15. Members may download the Notice from the Company's website: <https://www.anandgroupindia.com/gabrielindia/investors/annual-reports/> or from KFintech's website <http://evoting.kfintech.com>. A copy of the Notice is also available on the website of BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com)
16. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to [secretarial@gabriel.co.in](mailto:secretarial@gabriel.co.in) from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.

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

**Step 1:** Access to depositories e-voting system in case of individual shareholders holding shares in demat mode.

**Step 2:** Access to K Fintech e-voting system in case of shareholders holding shares in physical form and non-individual Shareholders in demat mode.

In terms of SEBI circular dated December 09, 2020, on e-Voting facility provided by listed companies, 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 to access e-Voting facility.

**Step 1:**

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

Type of member	Login Method
Individual members holding securities in demat mode with NSDL	<p><b>A. For OTP based login:</b></p> <p>you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.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 the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p><b>B. User already registered for IDeAS facility:</b></p> <ol style="list-style-type: none"> <li>I. Open <a href="https://eservices.nsd.com">https://eservices.nsd.com</a></li> <li>II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</li> <li>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</li> <li>IV. Click on Company Name or e-Voting service provider and you will be re-directed to e-voting service provider website for casting your vote during the remote e-Voting period.</li> </ol> <p><b>C. User not registered for IDeAS e-services:</b></p> <ol style="list-style-type: none"> <li>I. To register, open <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile.</li> <li>II. Select “Register Online for IDeAS “Portal or click on <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg. jsp</a>.</li> <li>III. Proceed with completing the required fields</li> </ol> <p><b>D. By visiting the e-voting website of NSDL:</b></p> <ol style="list-style-type: none"> <li>I. Open <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile.</li> <li>II. Click on the icon “Login” which is available under Shareholder/Member’ section</li> <li>III. 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.</li> <li>IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</li> <li>V. 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.</li> </ol>

<p>Individual Shareholders holding securities in Demat mode with Central Depository Services (India) Limited (“CDSL”)</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there are 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> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered mobile &amp; email as recorded in the Demat Account. After successful authentication, users will be able to see the e-Voting option where the e-voting is in progress and able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in Demat mode) login through their depository participants</p>	<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.</p> <p>Once 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.</p> <p>Click on Company Name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p><b>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.</b></p>	
<p><b>Helpdesk for Individual Shareholders holding securities in DEMAT mode for any technical issues related to login through Depository i.e. NSDL and CDSL.</b></p>	
<p>Individual Shareholders holding securities in Demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022-48867000</p>
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<p>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 22 55 33</p>

**Step 2:**

**Login method for remote e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode is given below:**

- i. Initial password is provided in the body of the e-mail.
- ii. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- iii. Enter the login credentials i.e. User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFinTech for e-voting, you can use your existing User ID and password for casting your votes.
- iv. After entering the correct details, click on LOGIN.

- v. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. You need to login again with the new credentials.
- vii. On successful login, the system will prompt you to select the EVENT i.e. GABRIEL INDIA LIMITED POSTAL BALLOT.
- viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/ 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.
- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- x. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. 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 subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/ JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at [svitajyoti@yahoo.com](mailto:svitajyoti@yahoo.com) and may also upload the same in the e-voting module in their login. The scanned pdf of the above documents should be in the naming format 'GABRIEL INDIA LIMITED'.
- xii. 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 <https://evoting.kfintech.com/public/Faq.aspx>. In case of any queries / concern / grievances, you may contact KFin Technologies Limited, Selenium, Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032, India, at email: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com); 1-800-3094001 (toll free).

By order of the Board of Directors of  
**Gabriel India Limited**

**Nilesh Jain**  
**Company Secretary**  
**M. No. F5113**

Date : February 03, 2026  
Place : Pune

**Registered Office:**

29, Milestone Village Kuruli  
Pune Nasik Highway, Taluk Khed, Pune, Maharashtra – 410501 (India)  
Email: [secretarial@gabriel.co.in](mailto:secretarial@gabriel.co.in)  
Website: [www.anandgroupindia.com/gabrielindia/](http://www.anandgroupindia.com/gabrielindia/)  
CIN: L34101PN1961PLC015735

## **Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

The following Statement sets out all material facts relating to the Special Resolution mentioned in the accompanying Notice:

### **Re-Appointment of Mrs. Pallavi Joshi Bakhru (DIN: 01526618) as Non-Executive Independent Director of the Company**

Mrs. Pallavi Joshi Bakhru, aged 58, was appointed as Independent Directors on the Board of the Company pursuant to the provisions of section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), by the Shareholders at the 59<sup>th</sup> Annual General Meeting of the Company held on August 04, 2021. She holds office as Independent Directors of the Company up to May 25, 2026 ("first term") in line with section 149(10) and (11) of the Act.

The Nomination and Remuneration Committee at its Meeting held on February 03, 2026 on the basis of performance evaluation of Independent Director and taking into the business knowledge, acumen, experience and the substantial contribution made by Mrs. Pallavi Joshi Bakhru during her tenure, has recommended to the Board that continued association of Mrs. Pallavi Joshi Bakhru as an Independent Director of the Company would be beneficial to the Company.

The performance evaluation of Independent Directors was based on various criteria, inter-alia, including attendance at Board and Committee Meetings, skill, experience, ability to challenge views of others in a constructive manner, knowledge acquired with regard to the Company's business, understanding of industry and global trends etc.

Mrs. Pallavi possesses the core skills/expertise/ competencies identified in the Company's' business and sectors for it to function effectively.

Based on the above and the performance evaluation, the Board at its meeting held on February 03, 2026, has recommended the re-appointment of Mrs. Pallavi Joshi Bakhru (DIN: 01526618) as Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years commencing from **May 26, 2026 to May 25, 2031 (both days inclusive)**.

The Board was satisfied that the re-appointment of Mrs. Pallavi is justified due to her significant professional expertise, in-depth knowledge of financial reporting, auditing and risk management, effective contributions to the deliberations of the Audit Committee, continued fulfilment of the criteria of independence, and her ability to bring objective judgment to Board and Committee discussions.

The Company has received notices in writing from a Member under section 160 of the Act, proposing her candidature for the office of Director of the Company.

Mrs. Pallavi is not disqualified from being appointed as Director in terms of section 164 of the Act and has given her consent to act as a Director. She is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority and has also consented to act as Non-Executive Independent Director of the Company.

The brief profile of Mrs. Pallavi is as under:

Mrs. Pallavi Joshi Bakhru, is a Fellow Member of the Institute of Chartered Accountants of India and Member of Indian Institute of Corporate Affairs. Currently, she is the Head of the Private Client Service offering at Grant Thornton in India and heads the UK Corridor. She has over 30 years of experience spanning solutions and clients in different sectors. She was the Head of Tax at a large natural resources group for 5 years and assisted with growth strategies.

In 2015, Pallavi was recognised as one of the Top 10 Women in Tax in India by the International Tax Review. Her specialities include corporate tax, litigation, including being a part of a team that ran an international arbitration under Bilateral Investment Treaty (BIT), tax structuring and regulatory matters pertaining to FEMA.

Over the years, she has simplified the global structure of some large groups, institutionalised a royalty payment system, resolved some high-pitched tax litigation and done advocacy. She works closely with Promoters and CXO's on critical aspects of business, including decisions related to business restructuring, choice of senior counsels for representation in key litigation, she has helped in re-organising few businesses and take their geographic footprint overseas.

She has experience of natural resources, consumer and retail, aviation, manufacturing and education. Pallavi is also on the boards of other companies as an Independent / Non-executive Director.

The names of listed entities where Mrs. Pallavi Joshi Bakhru holds the directorship position along with the entities from where she has resigned as a Director in the past three years are as under:

Name of listed entities	Date of appointment	Date of cessation in the previous three years
Gabriel India Limited	26-05-2021	-
Vedanta Limited	01-07-2024	-
Hindustan Zinc Limited	10-08-2023	-
Neuland Laboratories Limited	27-06-2023	-
Filatex India Limited	20-09-2013	27-09-2024

The details of the listed entities where Mrs. Pallavi Joshi Bakhru holds membership of the Committee of the Board of Directors are as under:

Name of Committee	Name of the Company	Designation
Audit Committee	Gabriel India Limited	Chairperson
Audit Committee	Neuland Laboratories Limited	Member
Stakeholders' Relationship Committee	Neuland Laboratories Limited	Chairperson
Audit Committee	Hindustan Zinc Limited	Chairperson
Audit Committee	Vedanta Limited	Member
Stakeholders' Relationship Committee	Vedanta Limited	Chairperson

Except Mrs. Pallavi Joshi Bakhru, none of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested financially or otherwise in the said resolution.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of the Listing Regulations, the Board recommends the Resolution for the approval of the members as a **Special Resolution** for the re-appointment of Mrs. Pallavi Joshi Bakhru as an Independent Director of the Company.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

By order of the Board of Directors of  
**Gabriel India Limited**

**Nilesh Jain**  
**Company Secretary**  
**M. No. F5113**

Date : February 03, 2026  
Place : Pune

**Registered Office:**

29, Milestone Village Kuruli  
Pune Nasik Highway, Taluk Khed,  
Pune, Maharashtra – 410501 (India)

Email: [secretarial@gabriel.co.in](mailto:secretarial@gabriel.co.in)

Website: [www.anandgroupindia.com/gabrielindia/](http://www.anandgroupindia.com/gabrielindia/)

CIN: L34101PN1961PLC015735

## ANNEXURE TO THE NOTICE

### Details of Directors seeking appointment pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 on General Meetings

Name	Mrs. Pallavi Joshi Bakhru
Director Identification Number	01526618
Age	58 years
Father's Name	Late. Brigadier Jagat Joshi
Date of Birth	16-09-1967
Date of Appointment on Board and total tenure in company	For a term of 5 (five) consecutive years commencing from May 26, 2026, to May 25, 2031 (both days inclusive)
Terms and conditions of Appointment or re-appointment	Mrs. Pallavi is re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from May 26, 2026, to May 25, 2031 (both days inclusive)
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Refer Explanatory Statement pursuant to Section 102 of the Companies Act, 2013
Brief Resume including experience and qualification	Refer Explanatory Statement pursuant to Section 102 of the Companies Act, 2013
Expertise in Specific Functional Area	Refer Explanatory Statement pursuant to Section 102 of the Companies Act, 2013
Name of listed entities in which the person holds Directorships along with listed entities from which the person has resigned in the past three years	Refer Explanatory Statement pursuant to Section 102 of the Companies Act, 2013
Name of listed entities in which the person holds Memberships/Chairmanships of Committees along with listed entities from which the person has resigned in the past three years	Refer Explanatory Statement pursuant to Section 102 of the Companies Act, 2013
Shareholding in Company	Mrs. Pallavi holds 22,500 shares (0.016%) in the Company
Number of Board meetings attended during the year	During the period April 01, 2025, till December 31, 2025 6 (Six) meetings were held, and Mrs. Pallavi had attended all the meetings
Remuneration last drawn	During financial year 2024-25, Mrs. Pallavi was paid ₹3.12 million towards Commission and ₹ 0.40 million towards Sitting fees.
Details of remuneration sought to be paid	Mrs. Pallavi would be entitled to sitting fees for attending the Meetings of the Board of Directors and Committees thereof. In addition, she would be entitled to commission as determined each year by the Board of Directors within the limits approved by the Members of the Company for the Non-Executive Directors of the Company.
Relationship with other Directors or Key Managerial Personnel of the Company	Not Related