

BRAINBEES SOLUTIONS LIMITED

CIN: L51100PN2010PLC136340

Registered Office: Rajashree Business Park, Plot No. 114, Survey No. 338, Tadiwala Road, Nr. Sohrab Hall, Pune – 411001

Tel: +91-8482989157 Website: www.firstcry.com Email: companysecretary@firstcry.com

NOTICE OF POSTAL BALLOT

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the Circulars issued by the Ministry of Corporate Affairs, Government of India]

REMOTE E-VOTING COMMENCES ON:	REMOTE E-VOTING CONCLUDES ON:
Sunday, April 05, 2026 at 9:00 A.M. (IST)	Monday, May 04, 2026 at 5:00 P.M. (IST)

Dear Member(s),

NOTICE is hereby given that the ordinary resolution set out below is proposed for approval by the members of Brainbees Solutions Limited (“**the Company**”) by means of Postal Ballot, only by remote e-voting process (“**e-voting**”) being provided by the Company to all its members to cast their votes electronically, pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Companies Act, 2013, (hereinafter referred to as the “**Act**”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time) read with General Circular No. 14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020; General Circular No. 22/2020 dated June 15, 2020; General Circular No. 33/2020 dated September 28, 2020; General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 9/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 (the “**Circulars**”) issued by the Ministry of Corporate Affairs (“**MCA**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and Secretarial Standard - 2 on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory modification(s) or re-enactment(s) thereto for the time being in force.

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution proposed in this Postal Ballot Notice is also attached.

The Board of Directors of the Company have appointed M/s. Samdani Shah and Kabra, Practicing Company Secretaries (Firm Registration No.: P2008GJ016300), represented by Mr. S. Samdani (Membership No. FCS 3677) failing him Mr. Suresh Kumar Kabra (Membership No. ACS 9711) as the scrutinizer (“**Scrutinizer**”) for conducting the Postal Ballot remote 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 Scrutinizer’s decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of MUFG Intime India Private Limited (“**MUFG**”), for the purpose of providing remote e-voting facility to all its Members. Members (whether holding shares in demat form or in physical form) desiring to exercise their vote are requested to carefully read and follow the instructions in the notes under the Section “Instructions for members for remote e-voting” (“**Notes**”) in this Notice. **The remote e-voting period shall commence at 9:00 a.m. (IST) on Sunday, April 05, 2026 and end at 5:00 p.m. (IST) on Monday, May 04, 2026.** The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

In compliance with the aforesaid Circulars issued by MCA, this Notice of Postal Ballot is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories/ Registrar and Transfer Agent (RTA)/ Depository Participants (DP) and whose names appear in the register of members / register of beneficial owners as on **Tuesday, March 31, 2026** (“**Cut-Off Date**”). Accordingly, physical copy of the Notice of Postal Ballot along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members and no physical ballot forms will be accepted. Members, who have not registered their e-mail addresses, are requested to register their e-mail addresses with their respective DP, and members holding shares in physical mode are requested to update their e-mail addresses with the Company’s RTA, namely, MUFG Intime India Private Limited. Members may follow the process detailed below for registration of their e-mail ID:

Members holding share(s) in physical mode:

By registering e-mail address with MUFG Intime India Private Limited. Click the link on their web site <https://in.mpms.mufig.com/> at the ‘Investor Services’ tab, choose the ‘Email Registration’ heading and follow the registration process as guided therein. Members are requested to provide details such as name, folio no., PAN, mobile number, e-mail id etc. In case of any query, a Member may send an e-mail to MUFG Intime India Private Limited at Investor.helpdesk@in.mpms.mufig.com.

Members holding share(s) in electronic mode:

By registering / updating their e-mail ID with the respective DPs by following the procedure prescribed by the DPs for receiving all communications from the Company electronically.

Upon completion of the remote e-voting period, the Scrutinizer will submit the report to the Managing Director & CEO or the Company Secretary & Compliance Officer or any other person authorized by the Managing Director & CEO after the completion of scrutiny of the votes cast by Members through remote e-Voting. **The results of Postal Ballot along with the Scrutinizer’s Report will be announced on or before Wednesday, May 06, 2026.** The result of the remote e-voting shall be displayed on the notice board of the Company at its Registered Office. The declared result along with the Scrutinizers Report, will be available forthwith on the Company’s website at <https://www.firstcry.com/investor-relations> and on the website of MUFG at <https://instavote.linkintime.co.in>. The result will simultaneously be communicated to the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited and where the Company’s equity shares are listed. The resolution, if approved, shall be deemed to have been passed on the last date of remote e-voting i.e. Monday, May 04, 2026.

SPECIAL BUSINESS:

1. To appoint Ms. Saloni Jain Rana (DIN: 11489732) as a Director (Non-Executive & Non-Independent) of the Company

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 (the “**Act**”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Act and rules framed thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Regulation 17 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company and pursuant to the provisions of the Articles of Association of the Company, Ms. Saloni Jain Rana (DIN: 11489732), who was appointed as an Additional Director (Non-Executive & Non-Independent) w.e.f. February 13, 2026 by the Board of Directors of the Company (Nominee of Mahindra & Mahindra Limited) and in respect of whom the Company has received a notice in writing under Section 160

of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive & Non-Independent) of the Company (Nominee of Mahindra & Mahindra Limited), liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office:

Rajashree Business Park, Plot No. 114,
Survey No. 338, Tadiwala Road,
Nr. Sohrab Hall, Pune – 411001
Contact No.: +91-8482989157
Email ID: companysecretary@firstcry.com
Website: www.firstcry.com
CIN: L51100PN2010PLC136340

By Order of the Board of Directors of
Brainbees Solutions Limited

Mandar Joshi
Company Secretary & Compliance Officer
ICSI Membership No. A40533

Place: Pune
Date: April 03, 2026

NOTES:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Companies Act, 2013 (“**Act**”) read with the Rules, setting out all material facts relating to the resolution mentioned in this Notice of Postal Ballot and relevant details of the director seeking appointment as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”) is annexed and forms part of the Notice.
2. The Notice of Postal Ballot is being sent in electronic form to the Members who have registered their e-mail addresses with Company/ MUFG/ Depositories/ with their Depository Participants as on Cut-Off Date. The MCA vide its Circulars, has permitted companies to conduct the Postal Ballot by sending the Notice in electronic form only. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of remote e-voting only.
3. In compliance with Sections 108 and 110 of the Act and Rules made thereunder, Regulation 44 of the Listing Regulations and the Circulars issued by MCA, the Company has engaged the services of MUFG to provide remote e-voting facility to its Members, to enable them to cast their vote on the aforesaid resolution electronically. The instructions for remote e-voting are annexed to this Notice. **The e-voting Event No. for this purpose is “260168”.**
4. This Notice is being sent to all the Members, whose names appeared in the register of members / register of beneficial owners as on Cut-Off Date i.e. March 31, 2026. Only those Members whose names are recorded in the register of members / register of beneficial owners as on the Cut-Off Date will be entitled to cast their votes by remote e-voting. Members receiving this Notice of Postal Ballot whose names do not appear in the register of members/ register of beneficial owners as on the Cut-Off Date, should treat this Notice for information purposes only.

5. This Notice will be displayed on the website of the Company at <https://www.firstcry.com/investor-relations> and on the website of MUFG at <https://instavote.linkintime.co.in>. The Notice shall also be uploaded on website of both the stock exchanges viz. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.
6. The dispatch of this Notice of Postal Ballot and the Explanatory Statement shall be announced through advertisement in newspapers and published on the website of the Company at <https://www.firstcry.com/investor-relations>.
7. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on Cut-off date. A Member cannot exercise their vote by proxy on Postal Ballot.
8. **The remote e-voting period commences at 9:00 a.m. (IST) on Sunday, April 05, 2026 and ends at 5:00 p.m. (IST) on Monday, May 04, 2026**, after which the remote e-voting will be disabled by MUFG and voting shall not be allowed beyond the said date and time. During this period, Members of the Company holding shares either in physical form or in dematerialised form, as on the Cut-off date, may cast their vote electronically. Once the Member casts the vote on the resolution, he or she will not be allowed to change it subsequently.
9. The resolution, if passed by the requisite majority of the members, shall be deemed to have been passed on the last date specified for remote e-voting i.e. Monday, May 04, 2026.
10. All documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection for the members at the registered office of the Company during the business hours on any working day till 5:00 p.m. (IST) on Monday, May 04, 2026.
11. The resolution passed by the members through Postal Ballot shall be deemed to have been passed as if it has been passed at a General Meeting of the members.

INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

In terms of SEBI circular no. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

- Visit URL: <https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsd.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsd.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password.
- Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 3 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsd.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>.
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.
- b) Enter existing username, Password & click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:

1. User ID: Enter User ID
 2. Password: Enter existing Password
 3. Enter Image Verification (CAPTCHA) Code
 4. Click "Submit".
- (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
 - o Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
 - o Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at sushil.samdani@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at companysecretary@firstcry.com.

Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu section
- C. Map the Investor with the following details:
 - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
 - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.

- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at sushil.samdani@gmail.com with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at companysecretary@firstcry.com.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on:- Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Further Click on “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Further Click on “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (##\$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2)

Item No. 1:

To appoint Ms. Saloni Jain Rana (DIN: 11489732) as a Director (Non-Executive & Non-Independent) of the Company

Pursuant to the resignation of Mr. Puneet Renjhen (DIN: 09498488) from the position of Non-Executive Director (Nominee of Mahindra & Mahindra Limited) of the Company with effect from February 13, 2026, Representation Letter dated January 13, 2026 received from Mahindra & Mahindra Limited and pursuant to of the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Ms. Saloni Jain Rana (DIN: 11489732) as an Additional Director (Non-Executive & Non-Independent) on the Board of the Company (Nominee of Mahindra & Mahindra Limited) with effect from February 13, 2026.

As per sub-regulation (1C) of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“**Listing Regulations**”), appointment of Ms. Saloni Jain Rana as a Director (Non-Executive & Non-Independent) of the Company (Nominee of Mahindra & Mahindra Limited) is subject to approval by the shareholders of the Company at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. As no general meeting is foreseen in the next three months, it is therefore proposed to obtain the approval of shareholders on her appointment as a Director (Non-Executive & Non-Independent) of the Company by way of Postal Ballot. In terms of Section 160 of the Companies Act 2013, the Company has received a notice in writing from a member proposing her candidature for the office of Director. Ms. Saloni’s appointment as mentioned above, if approved, shall be liable to retirement by rotation.

Ms. Saloni Jain Rana has provided a declaration to the Board that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies and is eligible to be appointed as a Director in terms of Section 164 of the Companies Act, 2013. She has also given her consent to act as a Director.

Brief Profile of Ms. Saloni Jain Rana and additional disclosures as required under Regulation 36 of the Listing Regulations and SS-2 are as under:

Sr. No.	Particulars	Details
1.	Director Identification Number (DIN)	11489732
2.	Name (in full)	Saloni Jain Rana
3.	Date of Birth	October 22, 1984
4.	Age	41 years

5.	Qualification	Post-graduate Management Degree from Indian Institute of Management (IIM), Indore and Bachelor of Engineering degree from V.J.T.I, Mumbai.
6.	Experience	Approximately 17 years of experience in Investment Banking.
7.	Nature of expertise in specific functional areas	Her expertise is in investment banking, advising leading companies and private equity funds on mergers and acquisitions, equity fund raises and capital market transactions across several sectors.
8.	A brief resume of the director	Ms. Saloni Jain Rana is Vice President in Partnerships and Alliances at Mahindra and Mahindra Limited. In her current role, she is responsible for driving projects for acquisitions, joint ventures, partnerships and synergies for various businesses in Mahindra Group. Prior to joining Mahindra group, Saloni was at Avendus Capital where she was a Senior Director in the Investment Banking team. She has 17 years of experience in investment banking, advising leading companies and private equity funds on mergers and acquisitions, equity fund raises and capital market transactions across several sectors. Ms. Saloni holds a post-graduate management degree from Indian Institute of Management Indore and Bachelor of Engineering degree from V.J.T.I Mumbai.
9.	Terms and conditions of appointment or re-appointment	Appointment of Ms. Saloni Jain Rana as a Director (Non-Executive & Non-Independent) of the Company as per the Ordinary Resolution set forth at item No. 1 of this Notice, read with explanatory statement thereto is pursuant to Articles of Association of the Company and Representation Letter dated January 13, 2026 received from Mahindra & Mahindra Limited. Further, Ms. Saloni shall not be receiving any remuneration including sitting fees from the Company.
10.	Details of remuneration sought to be paid and last drawn remuneration	Nil
11.	Date of first appointment on the Board	February 13, 2026
12.	Shareholding in the Company	Nil
13.	Relationship with other Directors, Manager and other Key Managerial Personnel of the company	None
14.	The number of Meetings of the Board attended during the year	1:1
15.	Other Directorships including in listed entities	Nil
16.	Names of listed entities from which the person has resigned in the past three years	Nil
17.	Membership/ Chairmanship of Committees of other Boards	Nil

Rationale for recommendation:

Based on the Representation Letter dated January 13, 2026 received from Mahindra & Mahindra Limited, Articles of Association of the Company and pursuant to the recommendation of Nomination and Remuneration Committee, the Board recommends appointment of Ms. Saloni Jain Rana as a Director (Non-Executive & Non-Independent) of the Company (Nominee of Mahindra & Mahindra Limited), liable to retirement by rotation, as proposed in the Resolution set out at Item No. 1, for approval by the Members, by way of an **Ordinary Resolution**.

Except Ms. Saloni Jain Rana being an appointee Director, no other Director and/or Key Managerial Personnel of the Company, and/or their relatives are concerned or interested, in the Resolution set out in Item No. 1 of this Notice.

Registered Office:

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Survey No. 338, Tadiwala Road,
Nr. Sohrab Hall, Pune – 411001
Contact No.: +91-8482989157
Email ID: companysecretary@firstcry.com
Website: www.firstcry.com
CIN: L51100PN2010PLC136340

By Order of the Board of Directors of
Brainbees Solutions Limited

Mandar Joshi
Company Secretary & Compliance Officer
ICSI Membership No. A40533

Place: Pune
Date: April 03, 2026