CMX HOLDINGS LIMITED

Registered Office: 4th Floor, Soni Mansion, 12-B Ratlam Kothi, Indore, INDORE., Madhya Pradesh, India, 452001
CIN: L74110MP1990PLC007674 | **Tel:** 0124-4557700 |
sielfinancialservices@gmail.com | https://sielfinancial.com |

NOTICE OF POSTAL BALLOT
[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, latest being General Circular No. 03/2025 dated September 22, 2025, by the Ministry of Corporate Affairs ('MCA') from time to time ('MCA Circulars') and other applicable laws, each as amended, to transact the special business as set out hereunder by passing resolution by way of remote electronic voting ('remote e-voting') only.

Pursuant to Section 102 and 110 and other applicable provisions of the Act, the Explanatory Statement pertaining to the proposed resolution setting out the material facts and the rationale thereof forms part of this Postal Ballot Notice ('Notice').

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, the Company's Registrar and Transfer Agent (RTA) i.e. Mas Services Limited. Mas Services Limited, National Securities Depository Limited ('NSDL') and/or Central Depository Services (India) Limited ('CDSL'), (NSDL and CDSL collectively 'Depositories'). The communication of assent or dissent of the Members would take place only through the remote e-voting system. If your e-mail address is not registered with the Company, its RTA or the Depositories, please follow the process provided in the Notes to receive this Notice.

In accordance with Section 108 and 110 of the Act read with the Rules and Regulation 44 of the SEBI Listing Regulations, the Company has engaged the services of the NSDL, an agency authorised by the MCA, to provide remote e-voting facility. The procedure for remote e-voting is detailed in the Notes to this Notice.

The Board of Directors of the Company has appointed Sonu Priya Ranjan, Practising Company Secretary (Membership No.: A44711, COP- 18319) of M/s SPR & Co, Company Secretaries, as the Scrutinizer for conducting the Postal Ballot voting process through electronic means in a fair and transparent manner.

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting period	**November 26, 2025, at 9.00 a.m. (IST)**
Conclusion of remote e-voting period	**December 25, 2025, at 5.00 p.m. (IST)**

Members are requested to read the instructions and notes carefully while expressing their assent or dissent and cast votes through remote e-voting by not later than 5.00 p.m. IST on December 25, 2025. The remote e-voting facility will be disabled by NSDL thereafter.

The Scrutinizer will submit her Report to the Chairman of the Company ('Chairman') or any other person authorised by the Chairman, and the result of the voting by Postal Ballot will be announced on or before December 27, 2025. The result declared along with the Scrutinizer's Report shall be communicated in the manner as provided in this Postal Ballot notice.

SPECIAL BUSINESS

1. Appointment of Amay Vatsalya (DIN: 09330694) as Whole-time Director, designated as Executive Director and payment of remuneration thereof.

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

"RESOLVED THAT pursuant to the recommendations of the Nomination and Remuneration Committee of the Board and the approval of the Board of Directors through its resolution dated November 11, 2025, and pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013, as amended ("Act"), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time (including any statutory modifications or re-enactment(s) thereof for the time being in force), the consent of the Company be and is hereby accorded for the appointment and terms of remuneration of Amay Vatsalya (DIN: 09330694) as Whole-time Director, under the designation of Executive Director ("ED"), for a period of 3 years with effect from November 11, 2025 to November 10, 2028, and who shall be liable to retire by rotation, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice for Postal Ballot (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment, within the overall limits of Section 197 of the Act, with liberty to the Board).

RESOLVED FURTHER THAT the consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors to vary, alter and/or modify the terms and conditions of the agreement to be entered into, including remuneration payable to Amay Vatsalya, in such manner as may be agreed between the Board and Amay Vatsalya, subject to such changes not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force).

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits during any financial year during the tenure of the said Executive Director, the Company shall pay remuneration by way of salary, including perquisites and allowances, in accordance with Section II of Part II of Schedule V of the Companies Act, 2013, or any statutory modification(s) thereof, for an amount up to INR 18,00,000 per annum.

RESOLVED FURTHER THAT the remuneration shall consist of any and/or all of the following:

- Monthly salary, as may be decided by the Board;
- Perquisites / Allowances / Stock Options
- Other benefits (viz. housing, furnishing & repairs, security services, utility allowances such as gas, electricity, water, car & driver, insurance, leave travel concession for self and family, medical reimbursement, club membership, telephone, etc.).

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications, or relaxations by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), within such prescribed limits or ceiling, and the terms and conditions of the said appointment as agreed between the Board and **Amay Vatsalya**, and be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds and things, and to execute all such documents, instruments and writings as may be required, and to delegate all or any of the powers herein conferred to any Committee of Directors or Executives of the Company, to give effect to the aforesaid resolution."

2. Appointment of Dhiraj Mishra (DIN: 06952296) as Whole-time Director, designated as Executive Director and payment of remuneration thereof.

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

"RESOLVED THAT pursuant to the recommendations of the Nomination and Remuneration Committee of the Board and the approval of the Board of Directors through its resolution dated November 11, 2025, and pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013, as amended ("Act"), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time (including any statutory modifications or re-enactment(s) thereof for the time being in force), the consent of the Company be and is hereby accorded for the appointment and terms of remuneration of Dhiraj Mishra (DIN: 06952296) as Whole-time Director, under the designation of Executive Director ("ED"), for a period of **3 years** with effect from **November 11, 2025 to November 10, 2028**, and who shall be liable to retire by rotation, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice for Postal Ballot (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment, within the overall limits of Section 197 of the Act, with liberty to the Board).

RESOLVED FURTHER THAT the consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors to vary, alter and/or modify the terms and conditions of the agreement to be entered into, including remuneration payable to Dhiraj Mishra, in such manner as may be agreed between the Board and Dhiraj Mishra, subject to such changes not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force).

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits during any financial year during the tenure of the said Executive Director, the Company shall pay remuneration by way of salary, including perquisites and allowances, in accordance with Section II of Part II of Schedule V of the Companies Act, 2013, or any statutory modification(s) thereof, for an amount up to INR 18,00,000 per annum.

RESOLVED FURTHER THAT the remuneration shall consist of any and/or all of the following:

- Monthly salary, as may be decided by the Board;
- Perquisites / Allowances / Stock Options
- Other benefits (viz. housing, furnishing & repairs, security services, utility allowances such as gas, electricity, water, car & driver, insurance, leave travel concession for self and family, medical reimbursement, club membership, telephone, etc.).

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications, or relaxations by the Central Government to Schedule V to the Companies Act, 2013, the Board of Directors (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to vary or increase the remuneration (including the minimum remuneration), within such prescribed limits or ceiling, and the terms and conditions of the said appointment as agreed between the Board and **Dhiraj Mishra**, and be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required by law.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds and things, and to execute all such documents, instruments and writings as may be required, and to delegate all or any of the powers herein conferred to any Committee of Directors or Executives of the Company, to give effect to the aforesaid resolution."

3. Increase In Authorised Share Capital and Consequent Alteration to the Capital Clause of The Memorandum of Association

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 61 and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹ 30,00,00,000/- (Rupees Thirty Crore only) divided into 2,00,00,000 (Two Crore) equity shares of ₹ 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) preference shares of ₹ 100/- (Rupees One Hundred only) each to ₹ 25,00,00,00,000/- (Rupees Two Thousand Five Hundred Crore only) divided into 2,50,00,00,000 (Two Hundred Fifty Crore) equity shares of ₹ 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) preference shares of ₹ 100/- (Rupees One Hundred only) each, by creation of additional equity shares ranking pari-passu in all respects with the existing equity shares of the Company and that consequently the existing Clause V of the Memorandum of Association of the Company be and is hereby altered by substituting it with the following new Clause V:

"V. The Authorised Share Capital of the Company is ₹ 25,00,00,00,000/- (Rupees Two Thousand Five Hundred Crore only) divided into 2,50,00,00,000 (Two Hundred Fifty Crore) equity shares of ₹ 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) preference shares of ₹ 100/- (Rupees One Hundred only) each."

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any duly constituted committee thereof and any person authorised by the Board to exercise the powers conferred under this resolution) and the Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary, expedient or desirable for the purpose of giving effect to this resolution, including the delegation of all or any of the powers herein conferred to any Director, Key Managerial Personnel or any officer or executive of the Company, and to settle any question, difficulty or doubt that may arise in this regard, and any action taken or to be taken by the Company, its officers or authorised representatives in relation to the matters contemplated in this resolution be and is hereby approved, ratified and confirmed in all respects."

4. To Consider and Approve Shifting of Registered Office of The Company

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

"RESOLVED THAT pursuant to the provisions of Sections 12, 13 and all other applicable provisions and rules of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of the Central Government and such other approvals, permissions and sanctions as may be required, the consent of the shareholders be and is hereby accorded for shifting the Registered Office of the Company from the *State of Madhya Pradesh* to the *State of Maharashtra*, under the jurisdiction of the Registrar of Companies, Mumbai.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13(4) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 30 of the Companies (Incorporation) Rules, 2014 and subject to confirmation by the Regional Director having jurisdiction over the State of Madhya Pradesh, Clause II of the Memorandum of Association of the Company be and is hereby altered for the change in the situation of the Registered Office of the Company from the *State of Madhya Pradesh* to the *State of Maharashtra*, and that Clause II of the Memorandum of Association be substituted as follows:

"II. The Registered Office of the Company situated in the State of Maharashtra."

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to file a petition/application before the Regional Director having jurisdiction over the State of Madhya Pradesh under Section 13(4) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 30 of the Companies (Incorporation) Rules, 2014, praying for confirmation of the alteration to Clause II of the Memorandum of Association and to do all such acts, deeds, matters and things as may be necessary or expedient in relation to the filing and prosecution of the said petition, including resolving any issues, questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT upon receipt of confirmation/approval from the Regional Director having jurisdiction over the State of Madhya Pradesh, the Registered Office of the Company be shifted from the *State of Madhya Pradesh* to the *State of Maharashtra*, and the Board be and is hereby authorised to take necessary steps for effecting such shift within the jurisdiction of the Registrar of Companies, Mumbai.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as may be necessary or expedient to give effect to the shifting of the Registered Office of the Company pursuant to the order of the Regional Director.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to sign and submit necessary forms, applications, returns, intimations and e-forms with the relevant statutory authorities and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

5. Amendment(s) To Memorandum of Association of The Company

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

"RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 ("the Act") read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and such other rules and regulations as may be applicable, the consent of the members be and is hereby accorded for alteration of the Memorandum of Association of the Company by deleting *Clause III C – Other Objects*, and accordingly the Memorandum of Association shall stand amended to reflect that no such "Other Objects" shall form part of the Memorandum.

RESOLVED FURTHER THAT for the purpose of giving full effect to this Resolution, the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any committee thereof constituted to exercise its powers, including the powers conferred by this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as may, in its absolute discretion, be deemed necessary, expedient, proper or desirable, and to settle any question, difficulty or doubt that may arise in connection with the alteration of the Memorandum of Association, without requiring any further approval of the members of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to sign, file, submit and execute all necessary forms, applications, returns, documents and papers with the Registrar of Companies and other statutory authorities and to take all such steps as may be necessary, proper or desirable to give effect to this Resolution."

6. To Approve Alteration of Object Clause of The Memorandum of Association of The Company

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

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary and such conditions or modifications as may be prescribed or imposed while granting such approvals, consents, permissions and sanctions, approval of the Members be and is hereby accorded to alter/amend the existing Object Clause III(A) of the Memorandum of Association of the Company by inserting the following new sub-clauses after existing sub-clause III(A)(2):

III(A)(3) – *To carry on in India or elsewhere the business of generation, production, manufacture, conversion, transmission, distribution, trading and supply of energy and power in all its forms, including but not limited to electric, solar, wind, hydro, biomass, tidal, geothermal, hydrogen and other renewable or non-conventional energy sources, and to establish, construct, operate, maintain, manage, and run power plants, generating stations, renewable energy parks, substations, microgrids, and related facilities, either independently or in collaboration with any person, firm, company, or government authority*

III(A)(4) – *To design, develop, manufacture, assemble, install, operate, maintain and supply solar energy systems, plants and equipment including photovoltaic (PV) modules, solar thermal systems, inverters, charge controllers, energy storage systems, batteries and related accessories, and to set up rooftop, grid-connected, off-grid, hybrid and floating solar installations, and to undertake EPC, turnkey, O&M and consultancy services in the field of renewable energy.*

III(A)(5) – *To carry on the business of power transmission, distribution and electricity trading including the purchase, sale, wheeling or exchange of power, renewable energy certificates (RECs), carbon credits and green attributes, and to participate in energy exchanges, bilateral markets and government clean-energy programs.*

III(A)(6) – *To manufacture, produce, process, refine, blend, distill, store, distribute, market, import, export and deal in ethanol, bio-ethanol, biodiesel, bio-CNG, green hydrogen and other bio-fuels or renewable fuels derived from agricultural, industrial or waste feedstocks, and to set up and operate ethanol plants, distilleries, bio-refineries, dehydration units and related facilities.*

III(A)(7) – *To plan, develop, erect, construct, acquire, operate, manage, hire, lease, maintain, enlarge, alter, modernize and use power system networks of all types including ultra-high voltage (UHV), extra-high voltage (EHV), high voltage (HV), HVDC, medium voltage (MV) and low voltage (LV) lines and associated substations, distribution networks and smart grids.*

III(A)(8) – *To undertake research, design, development and innovation in the fields of renewable energy, storage technology, smart grids, e-mobility, EV charging infrastructure and digital energy platforms, and to provide IT, IoT, AI and software-based solutions for power generation, monitoring and trading.*

III(A)(9) – *To carry on business in India and abroad as manufacturers, processors, millers, grinders, packers, preservers, traders, importers, exporters, distributors, agents and dealers of agro-based and food products including rice, wheat, maize, pulses, cereals, grains, dry fruits, cashews, almonds, dates, spices, condiments, pickles, sauces and confectionery, and to engage in repacking, packaging and branding of edible and processed foods for domestic and international markets.*

III(A)(10) – *To manufacture, process, prepare, preserve, refine, bottle, buy, sell and deal, whether as wholesalers, retailers, exporters or importers, in dairy products including milk, butter, cheese, ghee, yogurt, ice cream, baby food, instant food and all other milk derivatives, and to establish and operate dairy farms, processing units, food processing plants, cold storages and packaging facilities.*

III(A)(11) – *To carry on the business of manufacture and trade in edible oils and fats including mustard oil, sunflower oil, soybean oil, groundnut oil, coconut oil, rice bran oil, palm oil, olive oil and all other vegetable or plant-based oils whether crude, refined, blended or processed, and to establish oil mills, solvent extraction plants, refineries and bottling or storage depots.*

III(A)(12) – *To carry on the business of manufacturers and dealers in processed, frozen, tinned, preserved and instant foods including ready-to-eat meals, snacks, wafers, jams, jellies, sauces, chutneys, soups, bakery products and baby or dietetic foods, and to undertake research and development of nutritional, fortified, and functional foods.*

III(A)(13) – *To engage in horticulture, floriculture, poultry, aquaculture and meat processing and to manufacture, process, trade, export and distribute fruits, vegetables, meat, poultry and fish products, whether fresh, frozen or processed, and to set up cold chain logistics, storage, and packaging infrastructure.*

III(A)(14) – *To carry on business as manufacturers, traders and distributors of mineral water, health drinks, fruit juices and other non-alcoholic beverages and to engage in bottling, packaging and distribution thereof under own or third-party brands.*

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds and things and to sign all documents, papers and writings as may be necessary, desirable or expedient for giving effect to this resolution and for all matters connected therewith or incidental thereto."

7. Appointment of Mr. Pulkit Patel (DIN: 10515814) as an Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 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 the 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), and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Pulkit Patel (DIN: 10515814), who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from 14th November 2025 under Section 161 of the Act, and who qualifies to be appointed as an Independent Director pursuant to the provisions of the Act and SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 14th November 2025 to 13th November 2030 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. Appointment of Mr. Ujjval Sangtani (DIN: 10513580) as an Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 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 the 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), and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, Mr. Ujjval Sangtani (DIN: 10513580), who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from 14th November 2025 under Section 161 of the Act, and who qualifies to be appointed as an Independent Director pursuant to the provisions of the Act and SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 14th November 2025 to 13th November 2030 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

9. Appointment of Ms. Shruti Gupta (DIN: 08569311) as an Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 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 the 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), and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, **Ms. Shruti Gupta (DIN: 08569311)**, who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from **14th November 2025** under Section 161 of the Act, and who qualifies to be appointed as an Independent Director pursuant to the provisions of the Act and SEBI Listing Regulations, 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 and is hereby appointed as an **Independent Director** of the Company, **not liable to retire by rotation**, to hold office for a term of **5 (five) consecutive years commencing from 14th November 2025 to 13th November 2030 (both days inclusive).**

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

10. To approve change of name of the Company and consequent alteration in the Memorandum of Association and Articles of Association of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 4, 5, 13, 14 and 15 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 29 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other applicable laws, regulations, rules or guidelines, the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and subject to the approval of the Central Government (power delegated to the Registrar of Companies ("ROC")) and other regulatory authorities, as may be applicable, the consent of the shareholders of the Company be and is hereby accorded to change the name of the Company from **"CMX HOLDINGS LIMITED"** to **"RIWIND GREEN ENERGY LIMITED"** or such other name as may be approved by the ROC, Ministry of Corporate Affairs.

RESOLVED FURTHER THAT the existing **Name Clause** of the Memorandum of Association of the Company be altered and substituted with the following clause:

I. The name of the Company is "RIWIND GREEN ENERGY LIMITED".

RESOLVED FURTHER THAT pursuant to the provisions of Section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting the same with the new name **"RIWIND GREEN ENERGY LIMITED.**

RESOLVED FURTHER THAT the name **"CMX HOLDINGS LIMITED"**, wherever appearing in any document(s), agreement(s), records, licenses, registrations, statutory filings, certificates, approvals or any other papers of the Company, be substituted with the new name **"RIWIND GREEN ENERGY LIMITED"** in accordance with the applicable provisions of law.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and are hereby severally authorised to file all necessary forms, applications, returns or documents with the ROC, Central Government, stock exchanges or any other statutory or regulatory authorities, and to act, represent and appear before such authorities, to delegate all or any of the aforesaid powers, to settle any matter, question, difficulty or doubt that may arise in connection with the change of name of the Company, and to do all such acts, deeds, matters and things as may be considered necessary, expedient or desirable to give effect to this resolution."

By Order of the Board
For CMX Holdings Limited

Sd/-
Sonal Vyas
Company Secretary
Membership No.: A35615

Place: Indore
Date: November 24, 2025
Registered Office:
4th Floor, Soni Mansion, 12-B, Ratlam Kothi,
Indore, Madhya Pradesh – 452001
CIN: L74110MP1990PLC007674
Email: sielfinancialservices@gmail.com

NOTES:

1. An Explanatory Statement pursuant to Section 102 and 110 of the Act read with the Rules, in respect of the business to be transacted as mentioned in the Notice and relevant details of the Director as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards ("SS") - 2 is annexed hereto.

2. In accordance with the provisions of the Act, read with the Rules made thereunder, MCA Circulars, the Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, November 21, 2025. Members may note that this Notice will also be available on the Company's website at www.sielfinancial.com, websites of the Stock Exchanges i.e. BSE Limited at respectively and on the website of NSDL at www.evoting.nsdl.com.

3. Relevant documents referred to in the Notice and the Explanatory Statement pursuant to Section 102(1) of the Act shall be available for inspection through electronic mode on the website of the Company.

4. **Process and manner for voting through remote e-voting:**

i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations (as amended) MCA and SEBI Circulars, the Members are provided with the facility to cast their vote by electronic means through the e-voting platform provided by NSDL.

ii. The remote e-voting period begins on Wednesday, November 26, 2025, at 9:00 a.m. (IST) and ends on Thursday, December 25, 2025, at 5:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on Friday, November 21, 2025('Cut-off date'), may cast their vote electronically. The voting rights of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date.

iii. Voting rights through e-voting cannot be exercised by a proxy.

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.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on

	company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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 user 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 'initia password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

   (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

   (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically 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 officespranjan@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to sielfinancialservices@gmail.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to sielfinancialservices@gmail.com . If you are an Individual shareholder 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 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.

Other Instructions

1. The Scrutinizer shall immediately after the conclusion of voting through remote e-voting, make a Scrutinizer's Report of the total votes cast in favour or against, if any, and will submit her Report to the Chairman of the Company or any person authorised by him. The result of the voting by Postal Ballot will be announced on or before Saturday, December 27, 2025.

   The result declared along with the Scrutiniser's Report shall be placed on the Company's website www.sielfinancial.com and on the website of NSDL www.evoting.nsdl.com immediately. The Company shall simultaneously submit the results to and BSE Limited, where the shares of the Company are listed.

2. Resolution passed by the Members by means of Postal Ballot will be deemed to have been passed at a General Meeting of the Members. The resolution, if passed by requisite majority, will be deemed to have been passed on the last date specified for remote e-voting i.e., Thursday, December 25, 2025.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE ACT

Item No. 1 – APPOINTMENT OF MR. AMAY VATSALYA (DIN: 09330694) AS WHOLE–TIME DIRECTOR OF THE COMPANY

Mr. Amay Vatsalya was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on 11th November 2025, based on the recommendation of the Nomination and Remuneration Committee, with effect from 11th November 2025, pursuant to Section 161(1) of the Companies Act, 2013, and has since been serving in this capacity. Pursuant to the provisions of Section 161(1) of the Act, he shall hold office only up to the date of the ensuing General Meeting.

Mr. Amay Vatsalya holds a Master's Degree in International Business Management from the University of Westminster, United Kingdom, and a Bachelor's Degree in International Business (BBA-IB) from Amity University, Noida. He has a rich professional background with significant experience in international business expansion, global trade operations, export supply-chain management, cross-border market development, and manufacturing-based operational leadership across regions including Asia, Europe and the Middle East.

During his professional career, he has held key responsibilities including inter-alia:

- Strategic leadership roles in global supply chain & logistics networks
- International vendor management, global market penetration & commercial negotiations
- Leading multi-country operational teams and establishing cross-border distribution networks
- Establishing revenue strategies that have significantly contributed to growth in international markets

During his career span, Mr. Amay Vatsalya has gained strong experience in building export-oriented business operations, developing global brand positioning, executing high-value international trade strategies and driving large-scale operational structures.

In recognition of his business acumen, strategic leadership and proven industry experience, and considering his potential to contribute effectively to the growth trajectory of the Company, the Board of Directors, at its meeting held on 11th November 2025, based on the recommendation of the Nomination and Remuneration Committee, has decided to appoint him as a Whole-time Director (Executive Director) of the Company for a period of three years with effect from 11th November 2025 to 10th November 2028, who shall be liable to retire by rotation.

Approval of shareholders is required pursuant to the provisions of Sections 196 and 197 of the Companies Act, 2013 read with Schedule V, for appointment and remuneration payable to Mr. Amay Vatsalya.

The Company has received consent in writing in Form DIR-2 and intimation in Form DIR-8 confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. The Company has also received a notice in writing from a Member under Section 160, proposing his candidature for appointment as Director of the Company.

Details of Mr. Amay Vatsalya, pursuant to the provisions of:

(i) Listing Regulations, and

(ii) Secretarial Standard on General Meetings (SS–2) issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Notice.

Except Mr. Amay Vatsalya, none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested financially or otherwise in the resolution set out at Item No. 1 of the Notice.

Accordingly, the Board of Directors recommends the Special Resolution set out in Item No. 1 for the approval of the Members.

Item No. 2 – APPOINTMENT OF MR. DHIRAJ MISHRA (DIN: 06952296) AS WHOLE–TIME DIRECTOR OF THE COMPANY

Mr. Dhiraj Mishra was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on 11th November 2025 based on the recommendation of the Nomination and Remuneration Committee, with effect from 11th November 2025, pursuant to Section 161(1) of the Companies Act, 2013.

Pursuant to Section 161(1) of the Act, he shall hold office only up to the date of the ensuing General Meeting. Mr. Dhiraj Mishra holds a Bachelor of Technology (Engineering) degree and has over 10 years of extensive experience in renewable energy, solar EPC, clean mobility engineering, sustainable power solutions, and energy infrastructure project execution, along with strategic leadership roles in the clean-energy ecosystem. He is the Founder & Director of Solar Pulse Energy Pvt. Ltd., with execution and consulting credentials in solar EPC, IPP models, renewable energy financing, storage integration and large-scale distributed deployment across multiple Indian states.

He has achieved several notable distinctions including inter-alia:

- Led development of India's first passenger solar car (2012) showcased to Hon'ble President of India – Shri Pranab Mukherjee
- Represented India at World Solar Challenge 2011 (Australia) and Sasol Solar Challenge 2012 (South Africa)
- Commissioned more than 500+ solar power projects and managed over 750 MW aggregate capacity pipeline
- Senior-level leadership in ecological mobility and renewable engineering innovation

During his tenure in the renewable-energy industry, Mr. Dhiraj Mishra has gained substantial experience in scalable energy deployment, financing frameworks, regulatory interfacing and project management innovation.

In view of his technical expertise, leadership capability and strong contribution to the renewable energy sector, the Nomination and Remuneration Committee and the Board of Directors at their respective meetings held on 11th November 2025, have approved his appointment as a Whole-time Director (Executive Director) for a period of three years with effect from 11th November 2025 to 10th November 2028, who shall be liable to retire by rotation.

Details of Mr. Dhiraj Mishra, pursuant to the provisions of:

(i) Listing Regulations, and

(ii) Secretarial Standard on General Meetings (SS–2) issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Notice.

Approval of members is required under Sections 196 and 197 read with Schedule V of the Companies Act, 2013 for appointment and remuneration payable to Mr. Dhiraj Mishra.

The Company has received Form DIR-2 and Form DIR-8, confirming eligibility and consent to act as a Director. The Company has also received a notice under Section 160 from a Member proposing his candidature.

Except Mr. Dhiraj Mishra, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise in the resolution set out at Item No. 2 of the Notice.

Accordingly, the Board of Directors recommends the Special Resolution set out in Item No. 2 for approval of the Members.

Item No. 3 – INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENTIAL ALTERATION TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION

Presently, the Authorised Share Capital of the Company is ₹ 30,00,00,000/- (Rupees Thirty Crore only) divided into 2,00,00,000 (Two Crore) equity shares of ₹ 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) preference shares of ₹ 100/- (Rupees One Hundred only) each.

Considering the future business expansion plans, capital requirements for proposed growth initiatives and in order to facilitate any further capital issuances including fund-raising through equity or equity-linked securities, the Board of Directors, at its meeting held on 11th November 2025, have recommended to increase the Authorised Share Capital of the Company to ₹ 25,00,00,00,000/- (Rupees Two Thousand Five Hundred Crore only) divided into 2,50,00,00,000 (Two Hundred Fifty Crore) equity shares of ₹ 10/- (Rupees Ten only) each and 1,00,000 (One Lakh) preference shares of ₹ 100/- (Rupees One Hundred only) each by creation of additional equity shares ranking pari-passu in all respects with the existing equity shares of the Company.

The increase in the Authorised Share Capital as aforesaid would require consequential alteration to the existing Clause V of the Memorandum of Association of the Company.

The increase in the Authorised Share Capital and consequential alteration to Clause V of the Memorandum of Association requires Members' approval in terms of Sections 13 and 61 of the Companies Act, 2013.

Accordingly, approval of the Members is sought for passing the Ordinary Resolution set out at Item No. 3 of this Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this Notice.

The Board of Directors commend the Ordinary Resolution set out at Item No. 3 of this Notice for approval by the Members.

Item No. 4: TO CONSIDER AND APPROVE SHIFTING OF REGISTERED OFFICE OF THE COMPANY

The Members may note that as per Section 12(5) of the Companies Act, 2013, shifting of the registered office from one State to another requires the approval of shareholders by way of a Special Resolution. At present, the Registered Office of the Company is situated at 4th Floor, Soni Mansion, 12-B, Ratlam Kothi, Indore, Madhya Pradesh – 452001. It is now proposed to shift the Registered Office to the State of Maharashtra, under the jurisdiction of the Registrar of Companies, Mumbai.

The management of the Company is of the view that the shifting of the Registered Office will facilitate access to improved administrative infrastructure and proximity to financial institutions, regulatory authorities, business partners, investors, and professional resources. This move is expected to support the Company's business expansion, operational efficiency, long-term strategic objectives and will be in the best interests of all stakeholders of the Company. The shifting shall in no manner adversely affect the existing operations, customers, clients, creditors, employees or any other stakeholders of the Company.

Further, in order to align with the Company's strategic growth framework and operational convenience, the Board considers it necessary and beneficial to shift the Registered Office to the State of Maharashtra.

Pursuant to the provisions of Section 13 and other applicable provisions of the Companies Act, 2013, shifting of the registered office from one state to another and consequent alteration of Clause II of the Memorandum of Association requires approval of the Members of the Company by way of Special Resolution and approval of the Central Government, power for which has been delegated to the Regional Director. Necessary applications shall be filed with the office of the Regional Director having jurisdiction over the State of Madhya Pradesh.

The existing Memorandum of Association as well as the draft Memorandum incorporating the proposed alteration will be available for inspection by the Members.

Accordingly, the Board recommends the Special Resolution set forth in Item No. 4 of this Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of this Notice.

Item No. 5: AMENDMENT(S) TO THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

The Members may note that pursuant to the enforcement of the Companies Act, 2013, the requirement of having "Other Objects" in the Memorandum of Association has become redundant, as the Act now permits companies to engage in any lawful business activity unless specifically restricted. Accordingly, the concept of separate sets of objects such as Main Objects, Ancillary Objects and Other Objects no longer exists under the Companies Act, 2013, and it is now sufficient for companies to have a single set of objects to define their scope of operations.

In order to align the Memorandum of Association of the Company with the provisions of the Companies Act, 2013 and to bring uniformity in the corporate governance framework, the Board of Directors is of the view that ***Clause III C – The Other Objects for which the company is established are,*** of the Memorandum of Association be deleted, and the Memorandum of Association be updated to reflect the same.

The Board of Directors, at its meeting held on 11th November,2025, considered and approved the proposal to delete Clause III C – Other Objects from the Memorandum of Association of the Company, subject to the approval of the Members through a Special Resolution. The alteration in the Memorandum of Association as stated above requires approval of the Members under Section 13 of the Companies Act, 2013.

A copy of the existing Memorandum of Association and the proposed amended Memorandum of Association with the deletion of Clause III-C will be available for inspection by the Members.

Accordingly, the Board recommends the Special Resolution set out at Item No. 5 of this Notice for approval of the Members.

None of the Directors / Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of this Notice.

The Board of Directors commends the Special Resolution set out at Item No. 5 of this Notice for approval by the Members.

Item No. 6: TO APPROVE ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

The Members may note that the existing Object Clause III(A) of the Memorandum of Association of the Company presently contains only limited objects relating to the existing line of business. In order to enable the Company to diversify into new areas of business, particularly within the renewable energy sector and allied infrastructure activities as well as complementary segments of food processing, agro-commodities and related ancillary businesses, it is proposed to insert additional sub-clauses under Clause III(A) of the Memorandum of Association. This amendment will allow the Company greater operational and strategic flexibility aligned with evolving market opportunities, industry trends and long-term growth plans.

The Board of Directors is of the view that renewable and clean energy, power infrastructure, and sustainable fuel technology represent significant business potential in the future and such diversification will strengthen the Company's business value, profitability and competitiveness. Further, expansion into agro-processing, food products and related value chains shall offer synergistic opportunities, broaden revenue streams and support sustainable development goals.

Accordingly, the Board of Directors, at its meeting held on 11th November,2025, considered and approved insertion of new sub-clauses III(A)(3) to III(A)(14) under the existing Object Clause III(A) of the

Memorandum of Association of the Company, in order to enable the Company to undertake the said activities.

Pursuant to the provisions of Sections 4 and 13 of the Companies Act, 2013, alteration of the Object Clause of the Memorandum of Association of the Company requires the approval of Members by way of a Special Resolution and filing of necessary documents with the Registrar of Companies. The proposed insertion of new objects does not affect the existing business operations or rights and interests of any stakeholders of the Company.

The existing Memorandum of Association, along with the draft proposed amended Memorandum incorporating the revised Object Clause, is available for inspection by Members.

Accordingly, the Board recommends the Special Resolution set out in Item No. 6 of this Notice for approval by the Members.

None of the Directors / Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of this Notice.

The Board of Directors commends the Special Resolution set out in Item No. 6 of this Notice for approval by the Members.

Item No. 7 – APPOINTMENT OF MR. PULKIT PATEL (DIN: 10515814) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors, vide resolution dated 14th November 2025, considered the requirement of strengthening the financial, audit and compliance oversight functions of the Board and accordingly appointed Mr. Pulkit Patel (DIN: 10515814), with effect from 14th November 2025, as an Additional Director, designated as an Independent Director of the Company. The Board of Directors also approved that the term of office of Mr. Pulkit Patel as an Independent Director will be for 5 (five) consecutive years from 14th November 2025 to 13th November 2030, subject to the approval of Members of the Company.

Mr. Pulkit Patel is a finance and taxation professional with over 9 years of experience in the field of accounting, corporate finance, tax advisory, audit, financial reporting, GST, income tax and regulatory compliance frameworks. He has handled key assignments in setting internal control systems, statutory reporting structures, and financial strategy for corporates. He currently serves as an Independent Director on the Boards of AdCounty Media India Limited and Yaashvi Jewellers Limited, and has been actively associated with governance, audit and finance committees in such entities. His extensive domain knowledge in financial and legal compliance, MIS control, business finance, risk management and corporate governance will significantly benefit the Company.

Mr. Pulkit Patel is qualified to be appointed as a Director under Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and that he is not debarred from holding the office of Director by virtue of any order passed by SEBI / MCA / or any other statutory authority. The Company has also received a notice under Section 160 from a Member proposing his candidature as an Independent Director.

In the opinion of the Board of Directors, Mr. Pulkit Patel fulfils the conditions for appointment as an Independent Director as specified in the Act and Listing Regulations. He is independent of the management and possesses the skills, experience, knowledge and capabilities required for the role.

Details of Mr. Pulkit Patel, pursuant to the provisions of:

(i) Listing Regulations, and

(ii) Secretarial Standard on General Meetings (SS–2) issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to the Notice.

He shall be paid remuneration by way of fee for attending meetings of the Board and/or Committees, reimbursement of expenses for participation in meetings and profit-related commission, within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV to the Act and other applicable provisions, appointment of Mr. Pulkit Patel as an Independent Director requires approval of Members. Further, in terms of Regulation 25(2A) of the Listing Regulations, such appointment requires approval of Members by passing a Special Resolution.

Accordingly, approval of Members is sought for the appointment of Mr. Pulkit Patel as an Independent Director of the Company.

Mr. Pulkit Patel is interested in the resolution set out at Item No. 7 of this Notice with regard to his appointment. Relatives of Mr. Pulkit Patel may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel / their relatives are in any way concerned or interested financially or otherwise in the resolution.

The Board of Directors commends the Special Resolution set out at Item No. 7 of this Notice for approval by the Members.

Item No. 8 – APPOINTMENT OF MR. UJJVAL SANGTANI (DIN: 10513580) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors, vide resolution dated 14th November 2025, appointed Mr. Ujjval Sangtani (DIN: 10513580) as an Additional Director, designated as an Independent Director of the Company, with effect from 14th November 2025, to fill an existing vacancy on the Board, subject to approval of the Members. The Board of Directors also approved his appointment as an Independent Director for a period of 5 (five) consecutive years commencing from 14th November 2025 to 13th November 2030, subject to the approval of Members.

Mr. Ujjval Sangtani is a qualified Chartered Accountant with rich professional experience of over 9 years in the areas of finance, taxation, internal audit, business risk control, corporate restructuring, governance systems, business analytics and strategic business finance. He currently serves as the Group Chief Financial Officer (CFO) of World Trade Park, Jaipur, and has previously held leadership and financial management positions in AdCounty Media India Ltd., CarDekho and Evosys, contributing extensively in the areas of strengthening internal financial controls, cost optimization strategies and organizational growth planning. His practical exposure to high-scale finance functions and corporate compliance makes his contribution valuable to the Company.

He is qualified to be appointed as a Director under Section 164 of the Act and has provided his consent in Form DIR-2 to act as a Director. The Company has also received Form DIR-8 confirming that he is not disqualified from being appointed as a Director. A declaration has also been received confirming that he meets the independence criteria laid down under Section 149(6) of the Act and the Listing Regulations, and that he is not debarred from holding the office of Director by any statutory or regulatory authority. The Company has also received a notice in writing under Section 160 proposing his candidature.

In the opinion of the Board of Directors, Mr. Ujjval Sangtani fulfills the conditions for appointment as an Independent Director as specified in the Act and Listing Regulations. He is independent of the management and brings the skills, knowledge, experience and professional capability required for the position.

Details of Mr. Ujjval Sangtani, pursuant to Listing Regulations and SS-2, are provided in the Annexure to the Notice.

He shall be paid remuneration by way of meeting fees, reimbursement of meeting participation expenses, and profit-related commission within the limits under Section 197 of the Act.

In accordance with Sections 149, 150, 152 and Schedule IV and Regulation 25(2A) of the Listing Regulations, approval of Members by Special Resolution is required.

Mr. Ujjval Sangtani is interested in the resolution set out at Item No. 8 of this Notice with regard to his appointment. His relatives may be deemed to be interested to the extent of their shareholding interest, if any. Save and except the above, none of the Directors / KMP / their relatives are concerned or interested in the resolution financially or otherwise.

The Board of Directors commends the Special Resolution set out at Item No. 8 of this Notice for approval by the Members.

Item No. 9 – APPOINTMENT OF MS. SHRUTI GUPTA (DIN: 08569311) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors, vide resolution dated 14th November 2025, appointed Ms. Shruti Gupta (DIN: 08569311) as an Additional Director, designated as an Independent Director of the Company with effect from 14th November 2025, subject to the approval of Members. The Board also approved her appointment for a period of 5 (five) consecutive years from 14th November 2025 to 13th November 2030, subject to shareholder approval.

Ms. Shruti Gupta is a Practising Company Secretary, holding Fellow Membership (FCS-10190) of the Institute of Company Secretaries of India and a Certificate of Practice (COP 14584). She has more than 9 years of professional experience in corporate governance advisory, secretarial compliance, SEBI and ROC regulatory filings, corporate restructuring, due-diligence, arbitration and litigation support, and has served as Secretarial Auditor for major Public Sector Undertakings including Jaipur Smart City Limited and Jaipur Vidyut Vitran Nigam Limited. She also serves on the panel of various judicial and quasi-judicial authorities, contributing research and advisory insights on corporate law matters. Her expertise in legal governance, statutory compliance frameworks and sustainable regulatory discipline will support the Company's governance structure.

She has confirmed consent under Section 152 of the Act and submitted Form DIR-8 confirming non-disqualification. The Company has also received a declaration under Section 149(7) confirming that she fulfils the independence criteria prescribed under Section 149(6) of the Act and under the Listing Regulations, and that she is not debarred from holding the office of Director. A notice under Section 160 proposing her candidature has also been received.

In the opinion of the Board, Ms. Shruti Gupta fulfils the conditions for appointment as an Independent Director and is independent of the management. She possesses the required skills, experience, knowledge and capabilities beneficial to Board functioning.

Details of Ms. Shruti Gupta, pursuant to Listing Regulations and SS-2, are provided in the Annexure to the Notice.

She shall be paid remuneration by way of sitting fees, reimbursement of expenses for participation in meetings and profit-related commission within permissible statutory limits.

Pursuant to Sections 149, 150, 152 read with Schedule IV and Regulation 25(2A) of Listing Regulations, approval of Members by Special Resolution is required.

Ms. Shruti Gupta is interested in the resolution set out at Item No. 9 with regard to her appointment. Relatives may be deemed interested to the extent of shareholding interest, if any. Save and except the above, none of the Directors / KMP / their relatives are in any way concerned or interested financially or otherwise.

The Board of Directors commends the Special Resolution set out at Item No. 9 of this Notice for approval of the Members.

Item No. 10: TO APPROVE CHANGE OF NAME OF THE COMPANY AND CONSEQUENT ALTERATION IN THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY

The Company has received a name availability letter dated November 22, 2025 from the Registrar of Companies, Central Registration Centre, conveying no objection to the proposed change in the name of the Company from "CMX HOLDINGS LIMITED" to "RIWIND GREEN ENERGY LIMITED", subject to approval of Members and compliance with applicable statutory requirements. The proposed change in name would be subject to the necessary approvals in terms of the provisions of the Companies Act, 2013 and applicable regulatory requirements.

Accordingly, the Board of Directors, at its meeting held on November 14, 2025, approved the proposal for change in the name of the Company from "CMX HOLDINGS LIMITED" to "RIWIND GREEN ENERGY LIMITED" and the consequent amendments to the Memorandum of Association and Articles of Association of the Company, subject to the approval of the shareholders by way of Special Resolution and approval of requisite statutory, regulatory and governmental authorities as may be required under applicable laws.

The Members may further note that there is no proposal to change the objects of the Company and the proposed change in name will not result in any change in the legal status, constitution, business operations, activities, turnover or obligations of the Company, nor will it affect any rights or interests of the Members, employees, creditors, customers or any other stakeholders of the Company.

The Company has complied with the provisions of Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, and has obtained a certificate from a Practicing Chartered Accountant confirming compliance of the said regulation.

Your Board recommends and seeks your approval by way of Special Resolution through Postal Ballot, by voting through remote e-voting for the resolution as set out under Item No. 10 of this Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution No. 10, except to the extent of their shareholding, if any, in the Company.

By Order of the Board
For CMX Holdings Limited

Sd/-
Sonal Vyas
Company Secretary
Membership No.: A35615

Place: Indore
Date: November 24, 2025
Registered Office:
4th Floor, Soni Mansion, 12-B, Ratlam Kothi,
Indore, Madhya Pradesh – 452001
CIN: L74110MP1990PLC007674
Email: sielfinancialservices@gmail.com

Annexure to the Postal Ballot Notice dated November 24, 2025

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

Particulars	**Amay Vatsalya (DIN: 09330694)**	**Dhiraj Mishra (DIN: 06952296)**	**Mr. Pulkit Patel (DIN: 10515814)**	**Mr. Ujjval Sangtani (DIN: 10513580)**	**Ms. Shruti Gupta (DIN: 08569311)**
Age	38 Years	35 Years	38 Years	35 Years	35 Years
Experience	15 Years	12 Years	9 Years	11 Years	11 Years
Qualifications	Master's Degree in International Business Management	B. Tech	M.Com	Chartered Accountant	Company Secretary, LLB & M.com
Brief Resume (including expertise in specific functional areas)	Extensive experience in global sales, channel strategy, supply chain optimisation, operational efficiency and building business growth for large organizations; has led strategic expansion and transformation programs across industries.	Expertise in financial planning, fund management, business policy execution, restructuring and advisory; worked across corporate finance and capital structuring initiatives.	Specialises in accounting standards, taxation advisory, audit controls and financial management with experience across multiple corporate engagements.	Strong exposure in corporate finance, tax planning, indirect tax strategy, consulting, compliance management and industry advisory.	Experienced in corporate laws, governance, regulatory compliance, legal drafting, SEBI & ROC filings, board management support and corporate advisory.
Terms and conditions of appointment	Appointed as Whole-time Director for 3 years; liable to retire by rotation	Appointed as Whole-time Director for 3 years; liable to retire by rotation	Independent Director, 5-year term (not liable to retire by rotation)	Independent Director, 5-year term (not liable to retire by rotation)	Independent Director, 5-year term (not liable to retire by rotation)
Remuneration last drawn from the Company	NIL	NIL	NIL	NIL	NIL
Remuneration proposed to be paid	Up to ₹ 18,00,000 per annum	Up to ₹ 18,00,000 per annum	NA	NA	NA
Date of first appointment	11-Nov-25	11-Nov-25	14-Nov-25	14-Nov-25	14-Nov-25

on the Board					
Shareholding in the Company (including beneficial ownership as on the date of this Notice)	NIL	NIL	NIL	NIL	NIL
Relationship with other Directors / KMP	None	None	None	None	None
Number of Board Meetings attended during FY 2025-26 (till date)	1	1	0	0	0
Directorships held in other companies as on the date of this Notice	1	6	2	3	5
Membership / Chairmanship of Committees of other public companies as on the date of this Notice	Nil	Nil	Nil	Nil	Nil
Listed entities from which he/she resigned in the past three years	Nil	Nil	Nil	Nil	Nil

By Order of the Board
For CMX Holdings Limited

Sd/-
Sonal Vyas
Company Secretary
Membership No.: A35615

Place: Indore
Date: November 24, 2025
Registered Office:
4th Floor, Soni Mansion, 12-B, Ratlam Kothi,
Indore, Madhya Pradesh – 452001
CIN: L74110MP1990PLC007674
Email: sielfinancialservices@gmail.com

Practicing Chartered Accountant's Certificate pursuant to Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

To,
The Board of Directors
CMX Holdings Limited
4th Floor, Soni Mansion, 12-B, Ratlam Kothi, Indore,
Madhya Pradesh – 452001
CIN: L74110MP1990PLC007674

1. This report is issued in accordance with the terms of our engagement.

2. We have been requested by the management of **CMX Holdings Limited** ("the Company") to issue a certificate confirming the compliance of conditions prescribed under Sub-Regulation (1) of Regulation 45 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulation") for the proposed change of name of the Company from **"CMX Holdings Limited" to "RIWIND GREEN ENERGY LIMITED"**.

Management's Responsibility

3. Management of the Company is responsible for preparation and maintenance of the records and documents supporting the information required for compliance with Regulation 45 and to ensure correctness, adequacy and completeness of information.

Practitioner's Responsibility

4. Our responsibility is to provide reasonable assurance whether anything has come to our attention to indicate that the particulars supporting compliance with Regulation 45(1) have not been met.

5. We conducted our review in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by ICAI and applicable ethical standards.

Opinion

Based on the procedures performed and explanations provided to us by management, we confirm that:

Regulation	Requirement	Our Opinion
45(1)(a)	At least one year has elapsed since the last name change	The Company has not changed its name in the preceding one year period.
45(1)(b)	≥ 50% of revenue in preceding one year from new business activity	The Company currently has NIL revenue; and the Company has not changed its main activity in the preceding one year period.
45(1)(c)	≥ 50% of total assets invested in new activity	The Company has not changed its main activity nor invested in new activity/project.

Restriction on Use

7. This certificate is intended solely for inclusion in the explanatory statement of the Postal Ballot Notice of the Company and submission to Stock Exchanges, and should not be used by any other person without prior written consent.

FOR AKGS & ASSOCITATES
CHARTERED ACCOUNTANTS
FRN 007761N

CA J P SAHA
(M.NO-051616)
PLACE: FARIDABAD

DATE:24/11/2025
UDIN: 25051616BMJIZL5020