

MACMILLAN EDUCATION INDIA PRIVATE LIMITED

Regd Off: 21, Patullos Road, Chennai-600002

CIN – U22219TN2008PTC067704

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NOTICE CONVENING THE SEVENTEENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Seventeenth Annual General Meeting of the members of the Company will be held on Wednesday, the 24th September, 2025 at 3:00 P.M. IST through video conferencing facility to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2025 together with the Reports of the Board of Directors and the Auditors thereon.
2. To confirm the payment of interim dividend and to declare a final dividend:

“RESOLVED THAT the interim dividend @10% (i.e. INR 10 per share) on 1,501,198 equity shares of INR 10 each fully paid up, paid to the shareholders for the financial year 2024-25 as per the resolution passed by the Board of directors at its meeting held on 13th February 2025, be and is hereby noted and confirmed.

“RESOLVED FURTHER THAT in terms of the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby granted for payment of Final Dividend on Equity Shares at the rate of 100% (One Hundred per cent) [i.e. 10/- (Rupees Ten Only) per Equity Share of Face Value of 10/- (Rupees Ten Only)] for the Financial Year ended March 31, 2025.”

By Order of the Board

Place : Noida
Date : 21 August 2025

Seema Rajwanshi
Company Secretary

NOTES:

1. The Ministry of Corporate Affairs, (“MCA”) Government of India vide General Circular No. 09/2024 dated 19th September, 2024 (in continuation with other circulars issued in this regard) permitted holding of the Annual General Meeting (“AGM”) through Video Conference (“VC”)/ Other Audio Video Means (“OVAM”), upto 30th September, 2025, in accordance with the requirements provided in paragraph 3 & 4 of the MCA General Circular No 20/2020 dated 5th May, 2020. In compliance with these Circulars and the provisions of the Act, the Seventeenth AGM of the Company is being

conducted through VC/OVAM which does not require physical presence of members at a common venue. The deemed venue for the Seventeenth AGM shall be the Registered Office of the Company.

2. MCA while granting the relaxations to hold the AGM through VC/OVAM has also provided exemption from the requirement of appointing proxies. Accordingly, the proxy form, attendance slip and the route map of the venue have not been provided along with the Notice. Members are requested to participate in the AGM through VC/OVAM from their respective locations and the said participation of members will be reckoned for the purposes of quorum.
3. In compliance with the aforesaid MCA Circulars, Notice of the AGM alongwith Annual Report for the Financial Year 2024-25 is being sent only through electronic mode at the email addresses of members as registered with the RTA/depositories as on the cut-off date of 20th August 2025.
4. The Notice of the 17th Annual General Meeting has also been hosted on the website of the Company.
5. The Board of Directors of the Company has recommended a final dividend of INR 10 per share. The Company has fixed 24th September 2025 as the "Record Date" for determining entitlement of members to receive final dividend for the year ended 31st March 2025, if approved, at the AGM. The final dividend, once approved by the members in the AGM, will be paid to the eligible members within 30 days of declaration
6. Members are requested to update their KYC details (PAN, Bank Account details, Address, contact details, nomination details and specimen signatures) to be able to receive the dividend through electronic mode.
7. As per the provisions of Income tax Act, 1961, dividend income is taxable in the hands of the members. The Company is required to deduct tax at source ("TDS") at the prescribed rates at the time of making the payment of dividend. Members are requested to submit their relevant Tax exemption declarations on or before 24th September 2025 for ascertaining applicable rate of TDS and deduction accordingly.
8. Members may attend the AGM using VC facility by joining on the link https://teams.microsoft.com/join/19%3ameeting_MmUzZDI4NDYtYjEzZC00Y2NjLWJlZTctYjAzZDUzYmIxN2Fk%40thread.v2/0?context=%7b%22Tid%22%3a%22d9aabe7c-608b-4fe1-957c-0739cb0dfe22%22%2c%22Oid%22%3a%228e4fc4bb-2144-41ea-a7f9-a1cd2e6b7c24%22%7d through their desktop/laptop/mobile. Members shall be required to keep their camera on so as to enable the participants to see each other. Members who face technical difficulty in accessing the meeting may contact Ms. Richa Singh at +91 8851180045.
9. The meeting will be conducted following the below process:
 - i. The link for joining the meeting will be made active 15 minutes prior to the meeting at 3:00 PM IST. Members are requested to join the meeting on time.
 - ii. Since this meeting is being held through video conferencing, physical attendance of members has been dispensed with. Therefore, appointment of proxies is not applicable.

- iii. Pursuant to Section 113 of the Act, corporate members are requested to send the intimation authorizing their representative to attend and vote at the AGM, by e-mail to seema.rajwanshi@springernature.com not less than 48 hours before the meeting.
10. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice can be inspected in electronic mode by sending a request on email to seema.rajwanshi@springernature.com.