

LIBERTY

Liberty Shoes Ltd.

CIN: L19201HR1986PLC033185

Regd. Office: Libertypuram, 13th Milestone, G.T. Karnal Road, Kutail, P.O. Bastara, Distt. Karnal, Haryana-132114

Tel. +(91) -1748-251101-03 Fax. +(91) -1748-251100

Corporate Office: 19th Floor, Magnum Global Park, Tower-2, Golf Course Extension Road, Sector-58,

Gurugram, Haryana-122011

Tel. +(91)-0124-4616200, Fax +(91)-0124-4616222

E-mail: investorcare@libertyshoes.com Website: www.libertyshoes.com

POSTAL BALLOT NOTICE

(Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

VOTING STARTS ON	VOTING ENDS ON
Wednesday, July 9th, 2025 at 9:00 a.m. (IST)	Thursday, August 7th, 2025 at 5:00 p.m. (IST)

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'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-Voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, (collectively the 'MCA Circulars'), to transact the special business as set out hereunder by passing special Resolution by way of postal ballot only, by voting through electronic means ('remote e-Voting').

Pursuant to Section 102 and Section 110 and other applicable provisions of the Act, the statement pertaining to the said Resolution setting out the material facts and the reasons/rationale thereof ('Statement') is annexed to this Postal Ballot Notice ('Notice') for your consideration and forms part of this Notice.

In compliance with the MCA Circulars, Liberty Shoes Limited (the 'Company/LSL') is sending this Notice **ONLY** in electronic form to those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent ('RTA')/Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-Voting system. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of MUFG Intime India Private Limited ('MIPL') for the purpose of providing remote e-Voting facility to its Members. The instructions for remote e-Voting are appended to this Notice. The Notice is also available on the website of the Company www.libertyshoes.com.

Members desiring to exercise their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for casting of votes by remote e-Voting not later than 5:00 p.m. (IST) on Thursday, August 7, 2025.

The remote e-Voting facility will be disabled by MIPL immediately thereafter.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

SPECIAL BUSINESS

Appointment of Sh. Neeraj Kumar Jindal (DIN: 00054885) as an Independent Director of the Company

To consider and, if thought fit, to give your assent or dissent to the following resolution as an **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and 161 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors and basis upon the Nomination and Remuneration Policy of the Company, the appointment of Sh. Neeraj Kumar Jindal (DIN: 00054885), who was appointed as an Additional Director (Independent category) of the Company effective from 28th May 2025 and who holds office up to the date of this resolution or forthcoming Annual General Meeting, whichever is earlier, pursuant to Section 161(1) of the Act and in respect of whom the Company has received a notice in writing from a member under section 160(1) of the Act proposing his candidature for the office of a Director, and who has submitted a declaration of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and is eligible for appointment, be and is hereby approved and confirmed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 3 consecutive years commencing from 28th May 2025 up to 27th May 2028.

RESOLVED FURTHER THAT any Executive Director and CFO & Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper and expedient for the purpose of giving effect to this resolution, including filing of necessary forms with the Registrar of Companies and complying with other applicable laws.”

Place: New Delhi

Dated: Wednesday, May 28, 2025

By order of the Board

For Liberty Shoes Ltd.

Registered Office:

Libertypuram, 13th Milestone
G.T. Karnal Road, Kutail, P.O. Bastara
Distt. Karnal, Haryana
CIN: L19201HR1986PLC033185
Website: www.libertyshoes.com

CS Munish Kakra

CFO & Company Secretary
M. No. ACS 6262

NOTES:

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013 read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts concerning above item of business to be transacted is annexed hereto.
2. The Company has appointed M/s JVS & Associates, (C.P No. 10196), Company Secretary in Practice, New Delhi, or failing whom, such other Practicing Company Secretary or Chartered Accountant as the Board of Directors may appoint, to act as the Scrutinizer, for conducting the Postal Ballot process by way of E-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.
3. The Postal Ballot Notice containing the process and instruction being sent only by e-mail to those members who have registered their e-mail address with their Depository Participant(s) ('DPs') or with MUFG Intime India Private Limited, Registrar and Share Transfer Agent of the Company ('MI IPL') and whose names appear in the Register of Members/List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ('NSDL')/Central Depository Services (India) Limited ('CDSL') as on Friday, July 4, 2025 ('Cut-off date') in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, (collectively the 'MCA Circulars'), respectively, issued by the Ministry of Corporate Affairs, Government of India.
4. Physical copy of Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot since relaxed by aforesaid MCA Circulars. The communication of the assent or dissent of the Members will take place through the process of remote e-Voting system only, in compliance with the aforesaid MCA Circulars. The instruction for remote e-voting are appended to this Notice.
5. Members whose names appear in the Register of Members/List of Beneficial Owners as on Friday, July 4, 2025, will be considered for the purpose of remote e-voting. A person who is not a Member as on Friday, July 4, 2025 i.e. the 'cut off date' for reckoning voting rights should treat this Notice for information purpose only.
6. Voting rights of a Member/Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. In terms of Sections 108, 110 and other applicable provisions of the Companies Act, 2013, as amended, read together with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'SEBI Listing Regulations') read with circular of SEBI on e-Voting Facility provided by Listed Entities, dated December 9, 2020, SS-2 and amendments thereto, the Company is pleased to offer remote e-Voting facility to all the Members of the Company. The Company has appointed MUFG Intime India Private Limited ('MI IPL') for facilitating e-Voting to enable the Members to cast their votes electronically (hereinafter referred to as the 'remote e-Voting'). The instructions for e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.
8. All documents referred to in this Postal Ballot Notice will be open/available for inspection through electronic mode by the Members of the Company during working hours on all working days upto and including the last day for remote e-Voting i.e. Thursday, August 7, 2025. Any member seeking to inspect can send an e-mail to investorcare@libertyshoes.com with subject line "Inspection of Documents."
9. The Notice of Postal Ballot is also placed on the website of the Company i.e. www.libertyshoes.com and the website of MI IPL i.e. <https://instavote.linkintime.co.in> and

at the relevant sections of the websites of the stock exchanges on which the shares of the Company are listed i.e. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com).

10. The remote e-Voting period will commence on Wednesday, July 9, 2025 (09:00 a.m. 1ST) and end on Thursday, August 7, 2025 (5:00 p.m. 1ST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, July 4, 2025 may cast their vote by remote e Voting. The remote e-Voting module shall be disabled by MIPL for voting thereafter. Once the vote on resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Members are requested to carefully read the instructions in this Notice and cast their vote electronically not later than 5:00 p.m. (IST) on Thursday, August 7, 2025, failing which it will be strictly considered that no reply has been received from the Member.
11. Pursuant to SEBI Circular, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/DPs in order to increase the efficiency of the voting process.
12. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
13. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, July 4, 2025. Members can vote for their entire voting rights as per their discretion.
14. Members who have not registered their e-mail addresses are requested to register the same with the Company's Registrar and Share Transfer Agent (RTA)/Depository Participant(s) for sending future communication(s) in electronic form. The email addresses can be registered with the Depository Participant(s) ("DP") in case the shares are held in electronic form and with the RTA in case the shares are held in physical form.

Registration of Email Id:

- a) In case, the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent/Depositories, log in details for remote e-voting are being sent on the registered email address.
- b) In case the shareholder has not registered his/her/their email address with the Company/its RTA/Depositories and/or not updated the Bank Account mandate, the following instructions are to be followed:
 - i. Kindly log in to the website of the RTA, namely, MUFG Intime India Private Ltd., www.in.mpms.mufig.com under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR
 - ii. In the case of shares held in Demat mode:
The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.
 - iii. Alternatively, Members may send an e-mail request to the email id: enotices@in.mpms.mufig.com along with scanned copy of the signed request letter providing the email address, mobile number, selfattested PAN copy and Client Master Copy in case of electronic folio and copy of share certificate in the case of physical folio.
15. The resolution, if approved by the requisite majority of members by means of Postal Ballot i.e. remote e-voting, shall be deemed to have been passed on the last date specified by the Company for remote e-voting, i.e. Thursday, August 7, 2025.
16. In case of Individual Shareholders holding securities in demat mode and who became a member of the Company after sending of the Notice and hold share(s) as of the cut-off date may follow steps mentioned below under 'Login method for e-Voting for Individual shareholders holding securities in demat mode.
- 17. Instructions for remote e-voting are as below:**

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended, and Regulation 44 of the SEBI Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242

dated December 9, 2020 on e-voting facility provided by listed companies, the Company is pleased to provide e-voting facility to its Shareholders, to exercise their rights to vote on the proposed resolution by electronic means.

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242, dated December 9, 2020, Individual shareholders holding securities in demat mode can vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and

email Id in their demat accounts to access e-Voting facility.

In terms of SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depositories Participants

Login method for Individual members holding securities in demat mode/physical mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<p>METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility</p> <p>Shareholders who have registered for NSDL IDeAS facility:</p> <ol style="list-style-type: none"> Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “Login”. Enter User ID and Password. Click on “Login” 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. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. <p>OR</p> <p>Shareholders who have not registered for NSDL IDeAS facility:</p> <ol style="list-style-type: none"> To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Proceed with updating the required fields. Post successful registration, user will be provided with Login ID and password. After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. <p>METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL</p> <ol style="list-style-type: none"> Visit URL: https://www.evoting.nsdl.com Click on the “Login” tab available under ‘Shareholder/Member’ section. Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>METHOD 1 - Individual Shareholders registered with CDSL Easi/Easiest facility</p> <p>Shareholders who have registered/opted for CDSL Easi/Easiest facility:</p> <ol style="list-style-type: none"> Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. Click on New System Myeasi Tab Login with existing my easi username and password After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period. Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. <p>OR</p> <p>Shareholders who have not registered for CDSL Easi/Easiest facility:</p> <ol style="list-style-type: none"> To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration Proceed with updating the required fields. Post registration, user will be provided username and password. After successful login, user able to see e-voting menu. Click on “Link InTime/MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period. <p>METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL</p> <ol style="list-style-type: none"> Visit URL: https://www.cdslindia.com Go to e-voting tab. Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account After successful authentication, click on “Link InTime/MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
<p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p>	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.</p> <ol style="list-style-type: none"> Login to DP website After Successful login, user shall navigate through “e-voting” option. Click on e-voting option, user will be redirected to NSDL/CDSL Depository website after successful authentication, wherein user can see e-voting feature. After successful authentication, click on “Link InTime/MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual shareholders holding securities in physical form/ Non- Individual Shareholders holding securities in demat mode

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

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on “**Sign Up**” under ‘SHARE HOLDER’ tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*Shareholders holding shares in **NSDL form**, shall provide ‘D’ above

Shareholders holding shares in **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

- ❖ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- ❖ Enter Image Verification (CAPTCHA) Code Click “Submit” (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- c) Click on “Login” under ‘SHARE HOLDER’ tab.

A. User ID: Enter your User ID

B. Password: Enter your Password

C. Enter Image Verification (CAPTCHA) Code

D. Click “Submit”

- d) Cast your vote electronically:

A. After successful login, you will be able to see the “Notification for e-voting”.

B. Select ‘View’ icon.

C. E-voting page will appear.

D. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour/Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).

E. After selecting the desired option i.e. Favour/Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

**Institutional shareholders
("Corporate Body/Custodian/
Mutual Fund")**

STEP 1 - Custodian/Corporate Body/Mutual Fund Registration

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

STEP 2 - Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:
 - A. 'Investor ID' –
NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., In00000012345678
CDSL demat account - User ID is 16 Digit Beneficiary ID.
 - B. 'Investor's Name' - Enter Investor's Name as updated with DP.
 - C. 'Investor PAN' - Enter your 10-digit PAN.
 - D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.
*File Name for the Board resolution/ Power of Attorney shall be - DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.
 - E. Click on Submit button. (The investor is now mapped with the Custodian Corporate Body/Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 - Voting through remote e-voting

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

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No." for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- f) After selecting the desired option i.e. Favour/Against, click on 'Submit'.

	<p>A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.</p> <p>OR</p> <p>METHOD 2 - VOTES UPLOAD</p> <ol style="list-style-type: none"> Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. After successful login, you will be able to see the "Notification for e-voting". Select "View" icon for "Company's Name/Event number". E-voting page will appear. Download sample vote file from "Download Sample Vote File" tab. Cast your vote by selecting your desired option 'Favour/Against' in the sample vote file and upload the same under "Upload Vote File" option. Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently). 						
<p>Helpdesk for Individual Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in Demat mode</p>	<ul style="list-style-type: none"> Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 - 4918 6000. 						
<p>Helpdesk for Individual Shareholders holding securities in demat mode:</p>	<p>Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.</p>						
	<table border="1"> <thead> <tr> <th data-bbox="523 1211 916 1256">Login type</th> <th data-bbox="916 1211 1463 1256">Helpdesk details</th> </tr> </thead> <tbody> <tr> <td data-bbox="523 1256 916 1413">Individual Shareholders holding securities in demat mode with NSDL</td> <td data-bbox="916 1256 1463 1413">Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000</td> </tr> <tr> <td data-bbox="523 1413 916 1570">Individual Shareholders holding securities in demat mode with CDSL</td> <td data-bbox="916 1413 1463 1570">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</td> </tr> </tbody> </table>	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.co.in or call at : 022 - 4886 7000	Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
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.co.in or call at : 022 - 4886 7000						
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33						
<p>Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both</p>	<p>Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in</p> <ul style="list-style-type: none"> Click on "Login" under 'SHARE HOLDER' tab. Click "forgot password?" Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT". <p>In case shareholders have a valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should</p>						

	<p>contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.</p> <p><u>User ID:</u></p> <p>NSDL demat account - User ID is 8 Character DP ID followed by 8 Digit Client ID.</p> <p>CDSL demat account - User ID is 16 Digit Beneficiary ID.</p> <p>Shareholders holding shares in physical form - User ID is Event No + Folio Number registered with the Company.</p>
<p>In case Custodian / Corporate Body/Mutual Fund has forgotten the USER ID [Login ID] or Password or both</p>	<p>In case Custodian/Corporate Body/Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in</p> <ul style="list-style-type: none"> ▪ Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab ▪ Click "forgot password?" ▪ Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). ▪ Click on "SUBMIT". <p>In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.</p>
<p>Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both</p>	<p>Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.</p> <ul style="list-style-type: none"> * It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. * For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice. * During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular "Event".

18. The Scrutinizer will submit their report, after the completion of scrutiny, to the Chairman appointed by Board of Directors for Postal Ballot process or any person authorized by him. The results of e-voting will be announced on or before Saturday, August 9, 2025 after completion of Postal Ballot process, and will be displayed on the Company's website www.libertyshoes.com and will also be communicated to the Stock Exchanges viz. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and additionally be uploaded on the Company's website: www.libertyshoes.com and on the website of MIIPL: <https://instavote.linkintime.co.in>. The Company will also display the results of the Postal Ballot at the designated place at its Registered Office and Corporate Office.

Annexure to the Notice of Postal Ballot

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 SETTING OUT ALL MATERIAL FACTS AND FORMING PART OF THE POSTAL BALLOT NOTICE:

The Members are requested to note that the provisions of Companies Act, 2013 and SEBI LODR Regulations, 2015, as amended, provides that there should be optimum combination of Executive and Non-executive Director including Independent Director on the Board of a listed Company, therefore, consequent to the sad and untimely demise of Sh. Gautam Baid and in order to meet the above requirement, one Independent Director on the Board is required to be appointed.

The Members are further requested to note that the Board of Directors in their meeting held on 28th May,

2025, on the recommendation of Nomination and Remuneration Committee (NRC), appointed Mr. Neeraj Kumar Jindal (DIN: 00054885) as an Additional Director (Independent Category) and also recommended his appointment as an Independent Director of the Company for a consecutive term of 3 (three) years w.e.f. 28th May, 2025 to 27th May, 2028, in accordance with the provisions of Section 149 read with Schedule IV to the Companies Act, 2013 (the 'Act') and Articles of Association of the Company.

Further, the provisions of Regulation 17 (1C) (a) of SEBI LODR Regulations, 2015, as amended, provides that the listed Company shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Considering the requirements of the said provision, the Board of Directors in their meeting held on 28th May, 2025 has authorized the Company to seek shareholders' approval for the above appointment by way of Special Resolution through Postal Ballot process.

While considering the above appointment, the members of Nomination and Remuneration Committee have considered amongst others, leadership capabilities, administrative knowledge & managerial experience as the skills required for this role. In view of the above, the members of Nomination and Remuneration Committee and the Board of Directors are of the view that Sh. Neeraj Kumar Jindal possesses the requisite skills and capabilities, which would be of immense benefit to the Company and hence it is desirable to appoint him as an Independent Director.

In the opinion of the Nomination and Remuneration Committee and Board of Directors, Sh. Neeraj Kumar Jindal fulfils the conditions as set out in Section 149(6) and Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for being eligible for his appointment.

Sh. Neeraj Kumar Jindal is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director. Sh. Jindal has confirmed that he is not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

In terms of Section 150 of the Act and Rules made there under, Sh. Jindal has got himself registered with the

Indian Institute of Corporate Affairs (IICA) and he has confirmed to comply with the requirements of Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014 (as amended), within the prescribed timeline.

Sh. Neeraj Kumar Jindal will be paid remuneration by way of sitting fee for attending the Board Meeting and Committee thereof or for any other purpose whatsoever as may be decided by the Board from time to time and within the limits as specified under the provisions of Companies Act, 2013 and Listing Regulations.

Keeping in view the above and in terms of Listing Regulations, consent of the members for appointment of Sh. Neeraj Kumar Jindal as an Independent Director, not liable to retire by rotation, is sought by way of Special resolution, as set out in the accompanying Notice.

The Company has received a notice in writing from a Member, in terms of Section 160(1) of the Act, proposing his candidature for the office of Director.

Brief profile of Sh. Neeraj Kumar Jindal, nature of his expertise in specific functional areas and names of Companies in which he holds directorships/ Chairmanships of Board committees, shareholding and relationships between directors inter se as stipulated under the Companies Act, 2013, Listing Regulations and Secretarial Standards, is provided in the Annexure-A to this Notice.

Except Sh. Neeraj Kumar Jindal, being an appointee, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in the Notice.

The Board of Directors, based on the recommendation of the Nomination and remuneration Committee, considers that the appointment of Sh. Neeraj Kumar Jindal as an Independent Director is in the interest of the Company and recommends the Special resolution as set out in the Notice for approval of Members.

Place: New Delhi
Dated: Wednesday, May 28, 2025

By order of the Board
For Liberty Shoes Ltd.

Registered Office:
Libertypuram, 13th Milestone
G.T. Karnal Road, Kutail, P.O. Bastara
Distt. Karnal, Haryana
CIN: L19201HR1986PLC033185
Website: www.libertyshoes.com

CS Munish Kakra
CFO & Company Secretary
M. No. ACS 6262

ANNEXURE-A

Details of Director, whose appointment is proposed, required to be given pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are as follows:

Name of the Director	Sh. Neeraj Kumar Jindal
Director Identification Number (DIN)	00054885
Category of Director	<ul style="list-style-type: none"> • Additional Director (Independent Category) w.e.f. 28th May, 2025 • Proposed to be appointed as Independent Director w.e.f. 28th May, 2025
Nationality	Indian
Date of Birth/Age	22nd July, 1972/53 Years
Date of First appointment as Director	28th May, 2025
Qualification	Graduate
Profile/Background details/Recognition or awards Experienc/Expertise in specific Functional Areas	<ul style="list-style-type: none"> • Mr. Neeraj Kumar Jindal, graduate, aged 53 years, is an accomplished leader and a 3rd generation entrepreneur. He is a true visionary and a determined individual who has the foresight to lead Garment trims industry, steel, Polybutton manufacturing and luxurious furniture business. • Being a successful entrepreneur, he is having vast experience and knowledge in manufacturing and retail business.
Terms and conditions of appointment/re-appointment	<ul style="list-style-type: none"> • Appointed as Additional Director (Independent Category) on 28th May, 2025. • Proposed to be appointed as Independent Director w.e.f. 28th May, 2025, not liable to retire by rotation.
Details of remuneration to be sought/remuneration last drawn (F.Y. 2025-26 onwards)	Sh. Neeraj Kumar Jindal will be paid remuneration by way of sitting fee for attending the Board Meeting of the Company or for any other purpose whatsoever as may be decided by the Board from time to time and within the limits as specified under the provisions of Companies Act, 2013 and Listing Regulations.
No. of Board Meetings attended during the year (F.Y. 2025-26)	Since he was appointed as additional Director (Independent Category) on 28th May, 2025, therefore he has not attended any Board Meeting since the date of his appointment
Listed entities from which the Director has resigned in the past three years	None
Relationship with other Directors, Managers and other Key Managerial Personnel (KMPs) inter se	None
List of directorship held in other Companies as on 28th May, 2025 (excluding foreign Companies)	<ul style="list-style-type: none"> • Hisar Metal Industries Limited • Racconti Vezzdesign India Products Private Limited • Casa Storia Private Limited • Racconti Products Private Limited • Jindal Products Private Limited • Jindal Polybuttons Private Limited

List of Chairmanship/Membership in Committees of the Board of the other Companies on which he is a Director as on 28th May, 2025	None
No. of shares held in the Company: (a) Own (b) For other persons on a beneficial basis	NIL NIL

Place: New Delhi

Dated: Wednesday, 28th May, 2025

By order of the Board
For Liberty Shoes Ltd.

Registered Office:

Libertypuram, 13th Milestone
G.T. Karnal Road, Kutail, P.O. Bastara
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CS Munish Kakra
CFO & Company Secretary
M. No. ACS 6262