NOTICE

NOTICE is hereby given that the 17th Annual General Meeting ("AGM") of Horizon Industrial Parks Limited will be held on Wednesday, 30 September 2026, at 11:00 a.m. IST through Video Conferencing / Other Audio Visual Means to transact the following businesses:-

The venue of the meeting shall be deemed to be the Registered Office of the Company at One World Centre, Unit No. 1501B, Tower 1, 841, Jupiter Textile Mills, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, Maharashtra, India.

ORDINARY BUSINESS

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31 March 2026, together with the reports of the Board of Directors (the "Board") and Statutory Auditors thereon.

2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended 31 March 2026, together with the report of Statutory Auditors thereon.

3. To appoint a director in place of Mr. Asheesh Mohta (DIN: 00358583), who retires by rotation and being eligible offers himself for re-appointment.

   Explanation: Based on the terms of appointment, the Non-Executive Directors (other than Independent Directors) are subject to Retirement by Rotation. Mr. Asheesh Mohta, Non-Executive Non-Independent Director of the Company, who has been on the Board since 4 May 2022, and whose office is liable to retire at this AGM, being eligible, seeks re-appointment. The Board recommends his re-appointment as a Director of the Company.

   Therefore, the shareholders of the Company are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Asheesh Mohta (DIN: 00358583), who retires by rotation, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.**"**

SPECIAL BUSINESS

4. To consider and if thought fit, to approve Horizon Industrial Parks Limited Employee Stock Option Plan 2025, and to pass, with or without modification(s), the following resolution as a **Special Resolution**:

   "**RESOLVED THAT**, pursuant to the provisions of Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**") and the rules notified thereunder, and pursuant to the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations 2021, as may be modified from time to time read with all the circulars and notifications issued thereunder ("**SEBI SBEB & SE Regulations**"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange Management Act, 1999 and the relevant provisions of the Memorandum of Association and the Articles of Association of Horizon Industrial Parks Limited ("**Company**"), and such other rules, regulations, circulars and guidelines of any / various statutory / regulatory authority(ies) that are or may become applicable (collectively referred herein as the "**Applicable Laws**"), and subject to any approvals, permissions and sanctions of any / various authority(ies) as may be required and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "**Board**", which term shall include the Nomination and Remuneration Committee ("**NRC**"), and in furtherance to the Special Resolution passed by the Members of the Company at their Extraordinary General Meeting held on Tuesday, 16 December 2025 (the **"EGM"**) approving the 'Horizon Industrial Parks Limited Employee Stock Option Plan 2025' ("ESOP 2025"), the approval of the members of the Company be and is hereby accorded to introduce, offer and issue employee stock options ("ESOPs") to eligible employees under the 'Horizon Industrial Parks Limited Employee Stock Option Plan 2025' ("**ESOP 2025**") of the Company, the salient features of which are furnished in the explanatory statement to this notice and to grant such options to eligible employees of the Company on such terms and conditions as provided in the ESOP 2025 and as may be fixed or determined by the Board and/or the NRC **AND THAT** this approval of the Members of the Company to ESOP 2025 is in furtherance to the approval as earlier given by them in the EGM held on Tuesday, 16 December 2025, i.e. before the Company's shares, as issued through an initial public offer, were listed on the stock exchanges with effect from 24 August 2026, **AND** shall continue to remain in full force and effect.

RESOLVED FURTHER THAT, the maximum number of ESOPs to be granted to eligible employees of the Company on such terms and conditions as provided in the ESOP 2025 and as may be fixed or determined by the Board shall not exceed 3,00,00,000 (Three crore) ESOPs, corresponding to 3,00,00,000 (Three crore) equity shares of the Company of face value of INR 10 each fully paid up (subject to adjustments).

RESOLVED FURTHER THAT, the equity shares to be allotted pursuant to the ESOP 2025 in the manner aforesaid shall rank pari passu in all respects with the then existing equity shares of the Company.

RESOLVED FURTHER THAT, in case of any corporate action(s) such as rights issues, bonus issues, split/consolidation of shares, change in capital structure, merger/demerger, the outstanding ESOPs, granted/to be granted, under the ESOP 2025 shall be suitably adjusted for such number of ESOPs/equity shares, and/or the exercise price, as may be required.

RESOLVED FURTHER THAT, the Board and the NRC be and are hereby authorized on behalf of the Company to make and carry out any modifications, changes, variations, alterations or revisions in the terms and conditions of the ESOP 2025, in accordance with the terms of ESOP 2025 and subject to Applicable Laws prevailing from time to time, as it may deem fit.

RESOLVED FURTHER THAT, for the purpose of bringing into effect and implementing the ESOP 2025 and generally for giving effect to these resolutions, each member of the Board and NRC be and are hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage, and to make variations or alterations in the ESOP 2025, to the extent permissible under SEBI SBEB & SE Regulations and such other laws as may be applicable, without requiring the Board to secure any further consent or approval of the members of the Company.

RESOLVED FURTHER THAT, any director and / or the company secretary of the Company be and is hereby authorised to certify a copy of this resolution and issue the same to all concerned parties.**"**

5. To consider and if thought fit, to appoint Secretarial Auditors and in this regard, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of regulation 24A and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with the rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the members be and is hereby accorded for appointment of M/s. RJSY and Associates, Practising Company Secretaries (Firm Registration No.: P2016MH057200; Peer Review No.: 5889/2024) as Secretarial Auditors of the Company for a period of five (5) consecutive Financial Years 2026-27 to 2030-31 to conduct Secretarial Audit of the

Company at such remuneration and on such terms and conditions as may be decided by the Board of Directors in consultation with Secretarial Auditor from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter the terms and conditions of appointment including the remuneration of secretarial auditor in such a manner and take such steps and do all such acts, deeds, matters and things as may be considered necessary or expedient, including filing of requisite forms or submission of documents with any authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

6. To consider and if thought fit, to approve the Borrowing limit under Section 180(1)(c) of the Companies Act 2013, and to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and all other applicable provisions, if any, read with the Rules framed thereunder (as may be amended from time to time), Articles of Association of the Company, consent of the Members of the Company be and is hereby accorded, by way of special resolution, to the Board of Directors of the Company (hereinafter called the "**Board**", which term shall be deemed to include any committee(s) constituted/ to be constituted by the Board to exercise its powers conferred by this resolution) to exercise the borrowing powers, from time to time and borrow or raise such sums of money including by way of loans, advances, issuance of securities (including but not limited to non-convertible debentures and optionally convertible debentures), as they may deem necessary, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), remaining outstanding at any point of time will exceed the aggregate of the paid-up share capital, free reserves and securities premium, provided that the total amount so borrowed by the Board shall not at any time exceed the limit of INR 10,000 Crore (Indian Rupees Ten Thousand Crore only), on such terms and conditions as to interest, repayment, security or otherwise as they may, in their absolute discretion, think fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit, to sign and issue the certified true copies of the above resolutions to any person(s) / authority, as may be required, to resolve any question, difficulty or doubt that may arise in relation hereto and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution."

7. To consider and if thought fit, to approve for creation of encumbrance, mortgage, charge, hypothecation, pledge and/or any other security interest including approval for a potential disposal of assets, and to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 and all other applicable provisions, if any, read with the rules framed thereunder, Regulation 24(6) and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") (including in each case any statutory amendment(s) or modification(s) or re-enactment thereof, for the time being in force), the Memorandum of Association and the Articles of Association of the Company, and subject to requisite statutory/regulatory and other appropriate approvals (if so required), consent and approval of the members of the Company be and is hereby accorded, by way of special resolution, to the Board of Directors of the Company (hereinafter called the "**Board**", which term shall be deemed to include any committee(s) constituted / to be constituted by the Board to exercise its powers conferred by this resolution) and/or the board of directors or duly constituted committees of the respective subsidiary(ies) or material subsidiary(ies) of the Company, to divest by way of sale, transfer, lease, assignment, hive off, dispose of, or for creation of encumbrance, mortgage, charge, hypothecation, pledge (including disposal upon invocation of pledge) and/or any other security interest (including by way of assignment) in the form or manner, as may be necessary, or so deal in one or more of the immovable and moveable properties or any other assets of the Company or one or more of its subsidiary(ies) and/or material subsidiary(ies) (the material subsidiaries currently being Farukhnagar Logistics Parks LLP and Volumnus Developers Private Limited, both present and future, (including shares and other securities held by the Company in one or more persons (including shares of its subsidiary(ies) and/or material subsidiary(ies)) and/or receivables or cashflows whether arising out of inter company loans or advances or other forms of indebtedness extended or to be extended by the Company or one or more of its subsidiary(ies) and/or material subsidiary(ies) to any person, land, building, floor space index, and whole or part of the undertakings of the Company or one or more of its subsidiary(ies) and/or material subsidiary(ies) of any nature and kind whatsoever, both present and future, or for any other sale or lease or disposal of more than 20% (twenty percent) on an aggregate basis during a financial year of the assets of any of the material subsidiary(ies) of the Company including by way of slump sale, asset sale or through other contractual arrangements, in favour or for the benefit of one or more financial institutions, investment institutions, banks, mutual funds, trusts, any other lenders to or creditors of the Company or any other person (including any Group Company or subsidiary(ies) or material subsidiary(ies) or related party), other bodies corporate or trustees or agents for the holders of debentures/ bonds and/or other instruments, which may be issued on private placement basis or otherwise, from time to time (hereinafter referred to as the "Creditors") for any purpose in connection with the business activities of the Company or its subsidiary(ies) and/or material subsidiary(ies) including but not limited to secure the amounts borrowed/to be borrowed by the Company or any other person (including any Group Company or subsidiary(ies) or material subsidiary(ies) or related party) from any of the Creditors including by way of issue of non-convertible debentures, optionally convertible debentures, bonds and/or other instruments from time to time and/or to secure and support any obligations of the Company or such other persons (including any Group Company or related party) for the due payment of the principal monies and/or redemption/ repayment amounts together with the interest and/or coupon thereon at the respective agreed rate(s), penal interest, additional interest, liquidated damages, commitment charges and/or any other charges or amounts payable in respect of any such indebtedness and such security to rank in such manner as may be agreed to with the concerned Creditor and/or as may be thought expedient by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board and/or the board of directors or duly constituted committees of the respective subsidiary(ies) or material subsidiary(ies) be and is hereby authorized and empowered to arrange or settle the terms and conditions on which the Company or subsidiary(ies) or material subsidiary(ies) of the Company may inter alia create encumbrance, charge, mortgage, hypothecation or security, in the form or manner, as may be necessary, on the assets of the Company or subsidiary(ies) or material subsidiary(ies), both present and future, from time to time, as it may think fit, to sign and issue the certified true copies of the above resolutions to any person(s) / authority, as may be required, to resolve any question, difficulty or doubt that may arise in relation hereto and to do all such other acts, deeds and things, as it may deem necessary, in its absolute discretion, including to execute all such agreements, documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred, to any Committee of Directors and/ or Directors and/ or Officers of the Company or subsidiary(ies) or material subsidiary(ies), to give effect to the authority of this resolution."

For and on behalf of the Board of
Horizon Industrial Parks Limited

Shraddha Poddar
Company Secretary
Membership No. A23666

Date: 8 September 2026
Place: Mumbai

HORIZON
INDUSTRIAL PARKS

Registered Office:
One World Centre, Unit No. 1501B,
Tower 1, 841, Jupiter Textile Mills,
Senapati Bapat Marg, Mumbai – 400013.

CIN: U60231MH2009PLC222156

NOTES:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispended the personal presence of the members at the meeting. Accordingly, in compliance with the General Circular No. 03/2025 dated September 22, 2025, issued by Ministry of Corporate Affairs ("MCA") read with other relevant circulars issued in the past by MCA in this regard (collectively referred to as "MCA Circulars"), read also with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations 2025 (the "SEBI Listing Amendment Regulations") dated December 12, 2024, amending the related provisions by insertion of the same under regulation 44(4) of the SEBI Listing Amendment Regulations, which was made effective from December 30, 2024, this Notice convening Annual General Meeting of the Company ("Notice") is being sent by email only, to the members whose e-mail addresses are registered with the Company/ Depository Participants ("DP")/ Depository/ Registrar & Share Transfer Agent of the Company. In terms of the MCA Circulars and the SEBI Listing Amendment Regulations, the 17th Annual General Meeting ("AGM") of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 18 and available at the Company's website: www.hiparks.com.

2. The helpline number regarding any query / assistance for participation in the AGM through VC/OAVM is 1800 309 4001.

3. Information regarding – (i) explanatory statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013; and (ii) appointment of a director pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), are annexed hereto and "Annexure-A to the Notice" and "Annexure-B to the Notice", respectively.

4. Pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM, participating thereat and casting their votes through e-voting.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. In line with the aforesaid Circulars of the Ministry of Corporate Affairs (MCA), the Notice calling the AGM has been uploaded on the website of the Company at www.hiparks.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The said Notice of the AGM is also available on the website of the Registrar & Share Transfer Agent M/s. Kfin Technologies Limited (agency for providing the Remote e-Voting facility) at evoting@Kfintech.com.

7. Pursuant to the provisions of Section 113 of the Act, Body Corporates/ Institutional / Corporate members intending for their authorized representatives to attend the meeting are requested to send to the Company, on compliance@hiparks.com with a copy marked to rupal@csrdj.com and evoting@Kfintech.com from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.

8. In line with the aforesaid Circulars of the Ministry of Corporate Affairs (MCA), the Notice calling the AGM has been uploaded on the website of the Company at www.hiparks.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The said Notice of the AGM is also available on the

website of M/s. Kfin Technologies Limited (agency for providing the Remote e-Voting facility) at evoting@Kfintech.com.

9. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.

10. Members holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the Registrar & Transfer Agent ("R & T Agent") of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.

11. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual members holding shares in the physical form. The members who are desirous of availing this facility, may kindly write to Company's R & T Agent for nomination form by quoting their folio number.

12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode.

13. The Members can join the AGM in the VC/OAVM mode 15 (fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

14. Pursuant to regulation 44(6) of the SEBI Listing Regulations, as amended, the Company is providing VC / OAVM facility to its members to attend the AGM.

15. Since the AGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.

16**. Process and manner for members opting for voting through electronic means:**

PROCEDURE FOR REMOTE E-VOTING

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech , on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.

ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", 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.

iii. The voting period begins on Saturday, September 26, 2026, at 9.00 a.m. and will end on Monday, September 29, 2026, at 5.00 p.m. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 23, 2026 may cast their vote electronically. The e-voting module shall be disabled by Kfin for voting thereafter.

iv. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

v. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

vi. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

vii. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

viii. 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.

ix. The remote e-Voting period commences on Saturday, September 26, 2026, at 9.00 a.m.

x. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

xi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

xii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

xiii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Step 3 : Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. **User already registered for IDeAS facility:** I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. **User not registered for IDeAS e-Services** I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1 3. **Alternatively by directly accessing the e-Voting website of NSDL** I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing user who have opted for Easi / Easiest** I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. 2. **User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com II. Proceed with completing the required fields. III. Follow the steps given in point 1 3. **Alternatively, by directly accessing the e-Voting website of CDSL** I. Visit URL: www.cdslindia.com

	II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e **KFintech** where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option.Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name or e-Voting service provider – **Kfintech** and you will be redirected to e-Voting website of **KFintech** for casting your vote during the remote e-Voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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.co.in or call at : 022 - 4886 7000 and 022 - 2499 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

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

i. Launch internet browser by typing the URL: https://evoting.kfintech.com/

ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number.-In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVENT NUMBER" 10221 i.e., "HORIZON INDUSTRIAL PARKS LIMITED - AGM" and click on "Submit"

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id rupal@csrdj.com with a copy marked to evoting@kfintech.com The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_Even No."

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based ion SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx

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

a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or

b) Through hard copies which are self-attested, which can be shared on the address below; or

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

c) Through electronic mode with e-sign by following the link:
https://ris.kfintech.com/clientservices/isc/default.aspx#

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

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

xiii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details on Step 3 are mentioned below:

III) Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Facility for joining AGM though VC/ OAVM shall open atleast fifteen minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id. Questions /queries received by the Company till September 22, 2026 shall only be considered and responded during the AGM.

vi. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. Facility of joining the AGM through VC / OAVM shall be available for atleast 2000 members on first come first served basis.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS

I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will opened from September 26, 2026 to September 28, 2026. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will opened from September 26, 2026 to September 28, 2026.

III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFintech Website) or contact Mr. Anandan, at evoting@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.

IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, September 23, 2026, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/ , the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

- Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.
- If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS : MYEPWD <space> E-Voting Event number+ Folio No. (in case of physical shareholders) or DP ID Client ID (in case of Demat shareholders) to 9212993399.

Example for NSDL	MYEPWD <SPACE> IN12345612345678
Example for CDSL	MYEPWD <SPACE> 1402345612345678
Example for physical	MYEPWD <SPACE> XXX1234567890

VI. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results, along with the Scrutinizer's Report, shall also be placed on the website of the Company.

Contact Details:

Company	Horizon Industrial Parks Limited Regd. Office: One World Centre, Unit No. 1501B, Tower 1, 841, Jupiter Textile Mills, Senapati Bapat Marg, Lower Parel, Mumbai - 400013, Maharashtra, India. CIN: U60231MH2009PLC222156 E-mail : compliance@hiparks.com Website: www.hiparks.com
Registrar and Transfer Agent	M/s. KFin Technologies Limited Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032 Tel: +91-40-67162222 Fax: +91-40-23001153 E-mail: einward.ris@kfintech.com Website: www.kfintech.com
e-Voting Agency	M/s. KFin Technologies Limited Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032 Tel: +91-40-67162222 Fax: +91-40-23001153 E-mail: einward.ris@kfintech.com Website: www.kfintech.com
Scrutinizer	CS Rupal Jhaveri Practising Company Secretary E-mail ID: rupal@csrdj.com

ANNEXURE -A TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Item Nos. 4

Horizon Industrial Parks Limited ("**Company**") values employees who are committed to building a successful organization and in order to incentivize, induce, reward and motivate the employees to contribute effectively towards the future growth and profitability of the Company, earlier, the Nomination and Remuneration Committee ("**NRC**") and the Board of Directors ("**Board**") of the Company in their meeting(s) held on 11 December 2025, have recommended and approved, Horizon Industrial Parks Limited Employee Stock Option Plan 2025 ("**ESOP 2025**" or "**Scheme**") in terms of the Companies Act, 2013 along with the rules framed thereunder, each as amended ("**Act**"). The Members of the Company also thereafter approved the same by way of a Special Resolution passed at the Extraordinary General Meeting held on 16 December 2025, pursuant to Section 62(1)(b) of the Act read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SEBI SBEB Regulations**").

The ESOP 2025 was framed prior to the Initial Public Offer of the Company ("Pre-IPO Scheme"). Regulation 12(1) of the SEBI SBEB Regulations provides that no company shall make any fresh grant which involves allotment or transfer of shares to the eligible employees of the Company and its subsidiaries under any scheme framed prior to its Initial Public Offer, unless (i) such Pre-IPO Scheme is in conformity with the SEBI SBEB Regulations; (ii) it is ratified by its Shareholders subsequent to the Initial Public Offer.

The Company has completed its Initial Public Offer ("IPO"), and its equity shares have been listed on BSE Limited and National Stock Exchange of India Limited with effect from 24 August 2026. Accordingly, in terms of Regulation 12 of the SEBI SBEB Regulations, ESOP 2025 is required to be ratified by the shareholders of the Company prior to making any fresh grant of options under the Scheme. The terms of ESOP 2025 have been disclosed in the offer document of the Company. ESOP 2025 is in conformity with the SEBI SBEB Regulations, and the Company has not made any fresh grant of options to employees after the Initial Public Offer.

Employee Stock Option Plan 2025 **("ESOP 2025")** post IPO and post the shares of the Company have been listed, referred as above, is required to be ratified and approved by the shareholders of the Company. ESOP 2025 has also been recommended by the Nomination and Remuneration Committee and by the Board of Directors of the Company at their respective meetings held on September 7, 2026 and September 8, 2026, for ratification and approval by the Members of the Company by way of Special Resolution.

The salient features and other details of ESOP 2025, as required under rule 12(2) of the Share Capital Rules are as under:

(a) Brief Description of ESOP 2025:

The objectives of ESOP 2025 are to (i) incentivize, induce, reward and motivate the employees to contribute effectively towards the future growth and profitability of the Company; (ii) to align the employees towards a common objective of creating value for the Company; and (iii) to induce the employees to remain in the service of the Company.

(b) Total number of employee stock options to be granted:

The maximum number of options to be granted under ESOP 2025 shall be 3,00,00,000 (Three crore) options. The aggregate number of shares set aside in relation to which options will be granted under

ESOP 2025 shall not, upon exercise exceed 3,00,00,000 (three crore) shares, subject to any adjustment as may be required due to any corporate action.

(c) Identification of classes of employees entitled to participate in ESOP 2025:

The following classes of employees (present and future employees) shall be entitled to participate in ESOP 2025:

Prior to Listing:

(i) a permanent employee of the Company who has been working in India or outside India; or

(ii) a director of the Company, whether a whole time director or not but excluding an independent director; or

(iii) an employee as defined in sub-clauses (i) or (ii) above, of a subsidiary, in India or outside India, or of a holding company of the Company;

but does not include-

(a) an employee who is a promoter or a person belonging to the promoter group; or

(b) a director who either himself or through his relative or through any body corporate, directly or indirectly, holds more than 10% (ten percent) of the outstanding equity shares of the Company.

Post Listing:

(i) an employee as designated by the Company, who is exclusively working in India or outside India; or

(ii) a director of the Company, whether a whole-time director or not, including a non-executive director who is not a promoter or member of the promoter group, but excluding an independent director; or

(iii) an employee as defined in sub-clauses (i) or (ii) above, of a group company including its subsidiary company or its associate company, in India or outside India, or of a holding company of the Company;

but does not include-

(a) an employee who is a promoter or a person belonging to the promoter group; or

(b) a director who, either himself or through his relatives or through any body corporate, directly or indirectly, holds more than 10% (ten per cent) of the outstanding equity shares of the Company.

(d) The appraisal process for determining the eligibility of employees for the ESOP 2025:

The Administering Agency (as defined under the ESOP 2025) shall have the discretion to determine which employee(s) is/are eligible employee(s) and satisfy(ies) the eligibility criteria for the grant of options under the ESOP 2025, based on (i) the periodic appraisal of employee(s) and/or any team of the Company of which such employee(s) is/are part; (ii) such employee(s) qualifying under any selection criteria, (which shall be decided from time to time by the Administering Agency or assessing the contribution of employee(s) towards the Company or such other criteria as maybe determined by the Administering Agency from time to time), and (iii) the status of an employee as a new hire, as an incentive to join and to act as a retention tool.

(e) Requirements of vesting and period of vesting:

1. Period of vesting:

The options cannot vest less than 1 (one) year from the date of grant of an option (except in case of death and permanent disability) and may extend to a maximum period of 5 (five) years from the date of grant, as may be determined by the Administering Agency subject to applicable laws and as stated in the grant letter.

2. Requirements of vesting:

(a) The options granted to an employee shall be eligible to vest (subject to satisfying the performance and milestone-based conditions, as may be applicable to a particular grantee as per the terms of the grant letter). However, the options cannot vest less than 1 (one) year from the date of grant of an option (except in case of death and permanent disability) and may extend to a maximum period of 5 (five) years from the date of grant, as may be determined by the Administering Agency subject to applicable laws and as stated in the grant letter.

(b) Vesting criteria will be such as are specified for each grantee and conditions subject to which vesting shall take place may be outlined in the grant letter:

(i) Performance or milestone conditions (which may include employee's performance, company's performance, determined on the basis of revenue and profitability or any other performance condition the administering agency may decide at its discretion) as specified in grant letter for the options to vest.

(ii) Time-based conditions (based on the grantee continuing to be an employee of the Company as on certain specified dates/periods as decided by the Administering Agency at its discretion) for the options to vest.

(c) It is clarified that a particular vesting, as on a vesting date, shall be invalid (and the options subject to such vesting shall lapse) if the employee is not in service of the Company (and/or the relevant group, including subsidiary company/ holding company/ associate company), either as a director or an employee, as relevant, as on the vesting date. However, the grantee shall be entitled to exercise the vested options as per the ESOP 2025 and the grant letter.

(d) In the event there is any ongoing investigation or proceeding against the grantee in connection with or relating to a cause then no options granted to such grantee shall either vest or be eligible to be exercised until such investigation or proceeding has concluded and a final determination in such matter has been made, unless otherwise determined by the Administering Agency in its sole discretion.

(e) Notwithstanding any other clause, the Administering Agency may, in its absolute discretion, for any grantee or class of grantee(s), permit options to be vested and exercised within an accelerated time and as per modified terms and conditions in accordance with the ESOP 2025. However, the options cannot vest less than 1 (one) year from the date of grant of an option, (except in case of death and permanent disability, where the 1 (one) year condition will not apply).

3. The vesting of options granted to employees may lapse or expire or forfeit or accelerate (as the case maybe) in the following circumstances:

(a) Employee not in service: A particular grant shall be invalid (and the options subject to such vesting shall lapse) if the employee is not in service of the company (and/ or the relevant group, including subsidiary company/ holding company/ associate company), either as a director or employee, as relevant on the vesting date.

(b) Good leaver: in case the leaver is categorised as a good leaver, all options which have not vested as on the cessation date shall lapse. However, the Administering Agency may at its absolute discretion allow for accelerated vesting of any options that have not yet vested as of such cessation date in a manner as may be determined by the administering agency.

(c) Retirement or superannuation or retirement pursuant to voluntary retirement scheme floated by the Company: (i) until listing, all unvested options shall stand cancelled with effect from the date of retirement; and (ii) after the listing, the options granted to the grantee who has retired or superannuated would continue to vest in accordance with the respective vesting schedule even after retirement or superannuation in accordance with the company's policies and the applicable laws. For avoidance of doubt, the Administering Agency may at its absolute discretion allow for accelerated vesting of any options that have not yet vested as of such cessation date in a manner as may be determined by the administering agency.

(d) Resignation: In the event a leaver voluntarily resigns from the Company, then all options which have not vested as on the cessation date shall lapse. However, the Administering Agency may at its absolute discretion allow for accelerated vesting of options that have not yet vested as of such cessation date.

(e) Death: In the event of death of a leaver in the course of employment of the Company or her/his directorship, the vesting of all options held by such leaver shall accelerate in full and all the vested options may be exercised by the legal heirs or nominees of the deceased leaver, within 6 (six) months of the cessation date, failing which such vested options shall mandatorily lapse.

(f) Permanent disability: In case the leaver is categorised as a permanent disability leaver, then the vesting of all options held by such leaver shall accelerate in full and such leaver may exercise all vested options within 6 (six) months of the cessation date, failing which such vested options shall mandatorily lapse.

(g) Bad leaver/insolvency: In case: (i) a leaver is categorised as a bad leaver; or (ii) a leaver is declared insolvent or bankrupt, then all outstanding options which have been granted (regardless of whether they have vested or not) to such leaver shall lapse.

(h) Separation due to reasons not set out above: In case the leaver separates from the Company due to any other reason not specified in above, then all the options which have not vested as on the cessation date shall lapse. However, the Administering Agency may at its absolute discretion allow for accelerated vesting of unvested options.

(i) Acceleration by Administering Agency: The Administering Agency may, in its absolute discretion, for any grantee or class of grantee(s), permit options to be vested and exercised within an accelerated time and as per modified terms and conditions in accordance with ESOP 2025. However, the options cannot vest less than 1 (one) year from the date of grant of an option (except in case of death or permanent disability, where 1 (one) year condition will not apply).

(j) Cancellation of options: The Administering Agency shall have the power to cancel all or any of the options that have been granted under the ESOP 2025 and in the event of such cancellation, no compensation shall be payable to the grantee for such cancelled options.

(k) Breach of confidentiality: In case of non-adherence to the provisions of the confidentiality clause under ESOP 2025, the Administering Agency will have the have the authority to deal with such cases as it may deem fit in its absolute discretion, including through complete or partial cancellation of options granted to any such grantee.

(l) Failure to pay taxes: The Company shall have the power to collect or recover such taxes from the grantee. Failure by the grantee to remit said amount to the Company shall, at the discretion of the Administering Agency, result in the lapse and cancellation of all the unvested options and there shall be no further obligation of the Company or the Administering Agency towards the grantee with regard to such lapsed options.

(f) Maximum period within which the Options shall be vested:

The options cannot vest less than 1 (one) year from the date of grant of an option (except in case of death and permanent disability) and may extend to a maximum period of 5 (five) years from the date of grant, as may be determined by the Administering Agency subject to applicable laws and as stated in the grant letter.

(g) The exercise price or the formula for arriving at the same:

"Exercise Price" means the price payable by a grantee in order to exercise the vested options, as maybe prescribed by the Administering Agency, in accordance with the ESOP 2025 and set forth in the grant letter.

(h) The exercise period and process of exercise:

1. Exercise period: The exercise period shall be the time period as may be determined by the Administering Agency but not exceeding 24 (twenty-four months) from the date of vesting in accordance with the vesting schedule and as specified in the grant letter, within which the grantee may exercise the right to apply for shares against the vested options.

2. Process of exercise: An amount equivalent to the exercise consideration shall be payable by the grantees at the time of exercise of the vested options. The grantees may exercise the vested options by sending one or more exercise notices to the Company, as may be applicable, at any time during the exercise period along with the payment of the exercise consideration, subject to the compliance with the formalities prescribed under ESOP 2025.

   The method of payment of the exercise consideration shall be determined by the Administering Agency and may include (i) grantee making the payment to the Company through normal banking channels, such as NEFT/RTGS or issuance of demand draft (ii) the grantee's approval or consent to the Company to deduct such amount from her/his salary or other entitlements, due and payable; or (iii) any combination of the foregoing methods of payment, provided that any such mechanism at the relevant point is allowed under applicable laws. It is further clarified that subject to applicable laws, the Company may permit the empaneled stock brokers to make suitable arrangements to fund the grantee for payment of exercise price, the amount necessary to meet the grantee's tax obligations and other related expenses pursuant to exercise of options granted under ESOP 2025 and such amount shall be adjusted against the sale proceeds of some or all the shares of such grantee.

(i) Lock-in period, if any:

Shares issued under the ESOP 2025 shall not be subject to any transfer restrictions or lock-in restrictions.

(j) Maximum number of Options to be granted per employee and in aggregate:

As on the effective date, the maximum number of options (as defined hereinafter) to be granted (as defined hereinafter) under the ESOP 2025 shall be 3,00,00,000 (Three crore) options. The aggregate number of shares set aside in relation to which options will be granted under the ESOP 2025 shall not, upon exercise (as defined hereinafter), exceed 3,00,00,000 shares, subject to any adjustment as may be required due to any corporate action.

The maximum number of options that may be granted to each employee per grant and in aggregate (taking into account all grants) shall vary depending upon the designation and the appraisal/ assessment process, however, shall not exceed 1,80,00,000 (One crore eighty lakh) options.

(k) The method which the Company shall use to value its Options:

The Company shall follow the fair value method for the valuation of the options, or such other method as may be determined by the Administering Agency in accordance with the accounting policies specified under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("**SBEB & SE Regulations**").

(l) The conditions under which options vested in employees may lapse:

The options may expire or lapse or forfeit (as the case maybe) in the following circumstances:

(i) Expiry of exercise period: Options which have vested and not been exercised by the grantees within the relevant exercise period shall lapse immediately upon the expiry of such exercise period.

(ii) Cancellation of options: The Administering Agency shall have the power to cancel all or any of the options that have been granted under the ESOP 2025 and in the event of such cancellation, no compensation shall be payable to the grantee for such cancelled options.

(iii) Good leaver: In case the leaver is categorised as a good leaver, all options which have not vested as on the cessation date shall lapse and such leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date. If the options are not exercised within such time (or in cases of accelerated vesting), it shall lapse.

(iv) Retirement or superannuation or retirement pursuant to voluntary retirement scheme floated by the Company: Until listing, all unvested options shall stand cancelled with effect from the date of retirement and the leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date and if not exercised within such time, it shall lapse. Post listing as well, the options shall continue to vest in accordance with respective vesting schedule even after retirement or superannuation in accordance with Company's policies and shall be entitled to exercise all vested options as per the terms of ESOP 2025. If such vested options are not exercised within such time (or in cases of accelerated vesting), it shall lapse.

(v) Resignation: In the event a leaver voluntarily resigns from the Company, then all options which have not vested as on the cessation date shall lapse and such leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date. If such vested options are not exercised within such time (or in cases of accelerated vesting), it shall lapse.

(vi) Death: In the event of death of a leaver in the course of employment of the Company or her/his directorship, the vested options may be exercised by the legal heirs or nominees of the deceased leaver, within 6 (six) months of the cessation date, failing which such vested options shall mandatorily lapse.

(vii) Permanent Disability: In case the leaver is categorized as a permanent disability leaver, then all the vested options may be exercised within 6 (six) months of the cessation date, failing which such vested options shall mandatorily lapse.

(viii) Bad leaver/ Insolvency: In case: (i) a leaver is categorised as a bad leaver; or (ii) a leaver is declared insolvent or bankrupt, then all outstanding options which have been granted (regardless of whether they have vested or not) to such leaver shall lapse.

(ix) Separation due to reasons not set out above: In case the leaver separates from the Company due to any other reason not specified above, then all the options which have not vested as on the cessation date shall lapse and such leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date. If such vested options are not exercised within such time (or in cases of accelerated vesting), it shall lapse.

(x) Breach of confidentiality: In case of non-adherence to the provisions of the confidentiality clause under ESOP 2025, the Administering Agency will have the have the authority to deal with such cases as it may deem fit in its absolute discretion, including through complete or partial cancellation of options granted to any such grantee.

(xi) Failure to pay taxes: The Company shall have the power to collect or recover such taxes from the grantee. Failure by the grantee to remit said amount to the Company shall, at the discretion of the Administering Agency, result in the lapse and cancellation of all the unvested options and there shall be no further obligation of the Company or the Administering Agency towards the grantee with regard to such lapsed options

(m) The specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:

The specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee shall be as provided for below, in the following circumstances:

(i) Good leaver: In case the leaver is categorized as a good leaver, the leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date.

(ii) Retirement or superannuation or retirement pursuant to voluntary retirement scheme floated by the Company: In case of retirement or superannuation or retirement pursuant to voluntary retirement scheme floated by the Company, (i) until listing, the leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date; and (ii) After the listing, the leaver shall be entitled to exercise all vested options as per the terms of the ESOP 2025.

(iii) Resignation: In the event a leaver voluntarily resigns from the Company, the leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date.

(iv) Death: In the event of death of a leaver in the course of employment of the Company or her/his directorship, all the vested options may be exercised by the legal heirs or nominees of the deceased leaver, within 6 (six) months of the cessation date, failing which such vested options shall mandatorily lapse.

(v) Permanent disability: In case the leaver is categorised as a permanent disability leaver, the leaver may exercise all vested options within 6 (six) months of the cessation date, failing which such vested options shall mandatorily lapse.

(vi) Separation due to reasons not set out above: In case the leaver separates from the Company due to any other reason not specified above, the leaver shall be entitled to exercise all vested options within 6 (six) months from the cessation date.

(n) A statement to the effect that the Company shall conform to the applicable accounting standards:

The Company shall conform to the applicable accounting standards.

Pursuant to Section 102 of the Act, the Board do hereby confirm that none of the directors and key managerial personnel (as defined under the Act) and their immediate relatives is concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company or to the extent of options that be granted to them, in accordance with the applicable law.

The Board thereby recommends the passing of the proposed resolution stated in Items No. 4 of the notice of meeting for approval of members as a special resolution.

A copy of the draft ESOP 2025 is available for inspection at the Company's registered office during the official hours on all working days till the last date of the voting.

Item Nos. 5

In accordance with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, require a listed entity, based on the recommendation of the Board of Directors, to appoint:

• An individual as Secretarial Auditor for not more than one term of five consecutive years; or
• A Secretarial Audit firm for not more than two terms of five consecutive years, with the approval of shareholders in the Annual General Meeting.

In compliance with the aforesaid provisions, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on September 8, 2026 approved the appointment of M/s. RJSY and Associates, Practising Company Secretaries (Firm Registration No.: P2016MH057200; Peer Review No.: 5889/2024) as Secretarial Auditors of the Company to conduct secretarial audit for a period of five consecutive years from FY 2026-27 to FY 2030-31.

The Company has received a consent letter from M/s. RJSY and Associates, confirming their willingness to undertake the Secretarial Audit and issue the Secretarial Audit Report in accordance with Section 204 of the Act along with other applicable provisions, if any, under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended.

M/s. RJSY and Associates has confirmed the compliance with Regulation 24A(1B) of the Listing Regulations in providing services to the Company. Further, M/s. RJSY and Associates has confirmed that they hold a valid peer review certificate issued by ICSI and also fulfills all eligibility criteria and has not incurred any disqualifications for appointment, as outlined in the SEBI circular dated December 31, 2024.

The proposed remuneration to be paid to the Secretarial Auditor for the financial year 2026-27 and 2027-28 is INR 3,00,000/. The said remuneration excludes applicable taxes and out of pocket expenses. The remuneration for the subsequent years of their term shall be fixed by the Board of Directors based on the recommendation of the Audit Committee of the Company.

The Board recommends the Ordinary Resolution set out at item No. 5 of the Notice for the approval of Members.

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 said Resolution.

Item Nos. 6 & 7

To meet the business and funding requirements, including capital expenditure, working capital, and strategic investments, the Company may borrow monies from financial institutions, public financial institutions, investment institutions, banks, mutual funds, trusts, any other lenders to or creditors of the Company or any other person (including any group company or related party), other bodies corporate or Trustees for the holders of debentures/ bonds and/or other instruments, which may be issued on private placement basis or otherwise **(“Creditors**”), from time to time, consequent to which the borrowing limit may exceed the aggregate of the paid up capital, free reserves and security premium reserves of the Company as prescribed u/s 180(l)(c) of the Companies Act, 2013 (the **“Act”**). In terms of Section 180(l)(c) of the Act, such powers can be exercised by the Board only with the consent of the members of the Company by way of special resolution(s).

Further, to secure and support such borrowings or any other obligations of the Company or any other person (including any group company or subsidiary(ies) or material subsidiary(ies) or related party), the Company may need to envisage divestment by way of sale, transfer, lease, assignment, hive off, disposal, or creation of encumbrance, mortgage, charge, hypothecation, pledge (including disposal upon invocation of pledge) and/or any other security interest (including by way of assignment) in the form or manner as may be necessary, or so deal in one or more of the immovable and moveable properties or any other assets of the Company or one or more of its subsidiary(ies) and/or material subsidiary(ies), both present and future, (including shares and other securities held by the Company in one or more persons (including shares of its subsidiary(ies) and/or material subsidiary(ies)) and/or receivables or cashflows whether arising out of inter company loans or advances or other forms of indebtedness extended or to be extended by the Company or one or more of its subsidiary(ies) and/or material subsidiary(ies) to any person, land, building, floor space index, and whole or party of the undertakings of the Company or one or more of its subsidiary(ies) and/or material subsidiary(ies) of any nature and kind whatsoever, both present and future, or for any other sale or lease or disposal of more than 20% (twenty percent) on an aggregate basis of the assets of any of the material subsidiary(ies) of the Company including by way of slump sale, asset sale or through other contractual arrangements in favour of the Creditors. The material subsidiaries of the Company are currently Farukhnagar Logistics Parks LLP and Volumnus Developers Private Limited. In terms of Section 180(l)(a) of the Act, such powers can be exercised by the Board only with the consent of the members of the Company by way of special resolution(s). Further, in terms of Regulation 24(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), no company shall sell, dispose and/ or lease assets amounting to more than 20% (twenty percent) of the assets of the material subsidiary on an aggregate basis during a financial year without the consent of the members of the Company by way of special resolution(s) except as provided thereunder.

The Board of Directors ("**Board**") of the Company at their meeting held on 11 December 2025, have approved the borrowing limit upto INR 10,000 Crores (Indian Rupees Ten Thousand Crores only) and the same was approved by the Members of the Company by way of a Special Resolution passed at the Extraordinary General Meeting held on 16 December 2025 before the Company's shares, as issued through an initial public offer, were listed on the stock exchanges with effect from 24 August 2026. The Company, as good governance, proposes to re-obtain shareholders approval post listing of the Equity Shares of the Company on the Stock Exchanges.

Accordingly, approval of Members by way of a **special resolution** is sought under Section 180 (1)(c) of the Companies Act, 2013 to enable the Board of Directors to borrow money of up to INR 10,000 Crores (Indian Rupees Ten Thousand Crores only) and under Section 180(1)(a) and Regulation 24(6) of the Listing Regulations to *inter alia* mortgage, hypothecate, pledge, charge, encumber, transfer, sell, lease, assign, deliver or otherwise dispose of in any other manner, the whole or substantially the whole of the Company's any one or more of the undertakings or all the undertakings, including its subsidiaries or for any other sale or lease or disposal of more than 20% (twenty percent) on an aggregate basis during a financial year of the assets of any of the material subsidiary(ies) of the Company, whether present or future, whether movable or immovable, to secure such borrowings up to INR 10,000,00,00,000 (Indian Rupees Ten Thousand Crores only) and/or borrowings from any other person.

The Board of Directors at its meeting held on 8 September 2026 considered and approved this proposal, subject to the requisite approval of Members of the Company.

The Board accordingly recommends the passing of the said resolutions as contained in Item No. 6 and Item No. 7 of the notice for approval by the Members of the Company as a special resolution(s).

None of the Directors, Key Managerial Personnel of the Company and their respective relatives are in any way concerned or interested, financially or otherwise, in the proposed resolutions set out at Item No. 6 and 7 of the Notice.

For and on behalf of the Board of
Horizon Industrial Parks Limited

Shraddha Poddar
Company Secretary
Membership No. A23666

Date: 8 September 2026
Place: Mumbai

Registered Office:
One World Centre, Unit No. 1501B,
Tower 1, 841, Jupiter Textile Mills,
Senapati Bapat Marg, Mumbai – 400013.
CIN: U60231MH2009PLC222156

ANNEXURE -B TO THE NOTICE

Information / Details of Directors, seeking appointment, pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings.

Mr. Asheesh Mohta:

Name of the Director	Asheesh Mohta
DIN	00358583
Date of Birth / Age	DoB: December 25, 1977 Age: 48 years
Qualifications	Bachelor's degree in commerce from the University of Calcutta and has completed a post graduate programme in management from the Indian School of Business, Hyderabad
Experience (including expertise in specific functional areas) / brief resume	He is a Non-Executive Director on the Board of our Company. He has been associated with our Company as a director since May 4, 2022. He holds a bachelor's degree in commerce from the University of Calcutta and has completed a post graduate programme in management from the Indian School of Business, Hyderabad. He has over 18 years of experience in real estate investments across the residential, commercial and hospitality sectors. He has been employed by Blackstone Advisors India Private Limited since February 2007 and is currently a senior managing director and head of real estate India at Blackstone Advisors India Private Limited.
Nature of expertise in specific functional areas, Skills and Capabilities	Expertise in real estate investments across the residential, commercial and hospitality sectors.
Terms and conditions of re-appointment	Same as that of original appointment
Remuneration sought to be paid	Nil
Remuneration last drawn	Nil
Date of First Appointment on the Board of the Company	May 4, 2022
Shareholding in the Company	Nil
Relationship with other Directors, Manager and other KMP of the Company	None
Number of Board meetings attended during FY 2026-27	3
Directorships held in other companies (including listed entities)	1. Nexus Select Mall Management Private Limited 2. Knowledge Realty Office Management Services Private Limited 3. Kolte-Patil Developers Limited 4. South City Projects (Kolkata) Private Limited 5. GVT Resi Private Limited 6. Ventive Hospitality Limited 7. Bagmane Developers Private Limited 8. Ventive Hospitality Limited
Listed entities from which the person has resigned in the past three years	Nil

Membership / Chairmanship of Committees of the Board of the Company and other companies	Horizon Industrial Parks Limited: Nomination & Remuneration Committee – Member Investment Committee – Chairperson Nexus Select Mall Management Private Limited: Borrowing Committee – Member Investment Committee – Member Kolte-Patil Developers Limited: Risk Management Committee – Member Ventive Hospitality Limited: Nomination and Remuneration Committee – Member Stakeholder relationship Committee – Member Investment Committee - Chairperson Knowledge Realty Office Management Services Private Limited: Stakeholder Relationship Committee - Member Nomination and Remuneration Committee - Member Risk Management Committee - Member REIT IPO Committee - Member Borrowing Committee - Member CSR & Sustainability Committee - Member
Whether the Director has attained the age of 75 years	No