

February 13, 2026

To,
 The Manager
 Listing Department
BSE Limited,
 Phiroze Jeejeebhoy Towers,
 Dalal Street,
 Mumbai- 400001.
Scrip Code: 544578

To,
 The Manager,
 Listing Department,
National Stock Exchange of India Limited,
 Exchange Plaza, 5th floor, C-1 Block G,
 Bandra Kurla Complex, Bandra (East),
 Mumbai - 400051
Scrip Symbol: RUBICON

Sub: Intimation under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) - Notice of Postal Ballot

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith a copy of the Postal Ballot Notice dated February 13, 2026, together with the Explanatory Statement thereto, seeking consent of the Members of Rubicon Research Limited (“the Company”), on the following special business items:

Sr. No.	Proposed Resolution(s)	Type of Resolution(s)
1	To appoint Dr. Pradnya Saravade (DIN: 08472973) as an Independent Woman Director of the Company.	Special
2	To appoint M/s. BNP & Associates, Company Secretaries, as the Secretarial Auditors of the Company.	Ordinary

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs from time to time, the Postal Ballot Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members / List of Beneficial Owners and whose e-mail addresses are registered with the Registrar and Share Transfer Agent of the Company i.e. M/s. MUFG Intime India Private Limited (*Formerly known as Link Intime India Private Limited*) (“MUFG Intime”/“RTA”) and the Depositories viz., National Securities Depository Limited and Central Depository Services (India) Limited as on the cut-off date i.e. Friday, February 06, 2026.

The Company has engaged the services of MUFG Intime for facilitating remote e-voting to enable the Members to cast their votes electronically. The remote e-voting on the resolution set out in the Postal Ballot Notice shall commence on Saturday, February 14, 2026, at 9:00 A.M. (IST) and shall end on Sunday, March 15, 2026 at 5:00 P.M. (IST). The results of the postal ballot will be declared on or before Tuesday, March 17, 2026.

Rubicon Research Limited (Formerly known as Rubicon Research Private Limited)

Registered Office & R&D Center
 MedOne House, B-75, Road No. 33,
 Wagle Estate, Thane - 400 604,
 Maharashtra, India
 Tel: 91-22-61414000/50414000
 Fax: 91-22-61414021
CIN: L73100MH1999PLC119744

Manufacturing Plant-I
 K-30/4 & 30/5, Additional M.I.D.C.,
 Ambernath, Thane - 421 506
 Maharashtra, India
 Tel: 0251-7139500 / 3501240
 Fax: 0251-7139575
Email: rubicon@rubicon.co.in

Manufacturing Plant-II
 J-4/2, Additional M.I.D.C.,
 Satara - 415 004,
 Maharashtra, India
 Tel: 02162-240309 / 240463
 Fax 02162-240331
Website: www.rubicon.co.in

The Notice is also being uploaded on the website of the Company i.e. www.rubicon.co.in and on the website of MUFG Intime <https://instavote.linkintime.co.in>.

We request you take the above information on records.

Thanking you,

Yours faithfully,

For Rubicon Research Limited
(Formerly known as Rubicon Research Private Limited)

Deepashree Tanksale
Company Secretary & Compliance Officer
M. No. A28132

Encl.: As Above

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Fax 02162-240331
Website: www.rubicon.co.in



INNOVATION | QUALITY | CARE

Rubicon Research Limited

(formerly known as Rubicon Research Private Limited)

CIN: L73100MH1999PLC119744

**Regd. Office: Plot No. B-75, MedOne House, Road No. 33 Wagle Estate, Thane West,
Maharashtra, India, 400604.**

E-mail: investors@rubicon.co.in • Website: www.rubicon.co.in • Tel: +91 22 61414 000

POSTAL BALLOT NOTICE

Commencement of E-Voting	Saturday, February 14, 2026 at 9:00 A.M. (IST)
End of E-Voting	Sunday, March 15, 2026 at 5:00 P.M. (IST)
Announcement of Voting Results	On or before Tuesday, March 17, 2026.

RESOLUTIONS FOR APPROVAL		
Sl. No.	Resolution(s)	Type of Resolution(s)
1	To appoint Dr. Pradnya Saravade (DIN: 08472973) as an Independent Woman Director of the Company	Special
2	To appoint M/s. BNP & Associates, Company Secretaries, as the Secretarial Auditors of the Company.	Ordinary

The Notice of the Postal Ballot/E-voting and Explanatory Statement is prepared pursuant to the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

POSTAL BALLOT 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 and applicable circulars issued by Ministry of Corporate Affairs from time to time]

To,
The Shareholders,

NOTICE is hereby given, pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) read with Rule 20 and Rule 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**”), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Secretarial Standard – II on General Meetings (“**SS-II**”), issued by the Institute of the Company Secretaries of India, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs for holding general meetings/ conducting postal ballot process through e-voting vide General Circular No. 03/2025 dated September 22, 2025 read with other relevant circulars issued in this regard (“**MCA Circulars**”), to transact the below mentioned proposed special businesses by the members of the Rubicon Research Limited (*Formerly known as Rubicon Research Private Limited*) (“**Company**”) by passing resolutions through postal ballot (“**Postal Ballot**”) by way of remote e-voting only (**e-voting/ remote e-voting**).

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

Commencement of E-Voting	Saturday, February 14, 2026 at 9:00 A.M. (IST)
End of E-Voting	Sunday, March 15, 2026 at 5:00 P.M. (IST)

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/ MUFG Intime India Private Limited, the Company’s Registrars and Transfer Agent and E-voting Service Provider for this Postal Ballot (“**RTA**”/“**MUFG Intime**”), National Securities Depository Limited (“**NSDL**”) and/ or Central Depository Services (India) Limited (“**CDSL**”), (NSDL and CDSL collectively “**Depositories**”). Accordingly, a 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 and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

In accordance with Section 101 of the Act read with Rule 18 of the Rules and the MCA Circulars, the Company is sending Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company or Depositories/ Depository Participants and whose names appear in the Register of Members/ List of Beneficial Owners as on Friday, February 06, 2026. (“**Cut-off Date**”).

The Board of Directors of the Company now proposes to obtain the consent of the shareholders by way of Postal Ballot for the matter as considered in the Resolutions appended below. The Explanatory Statement pursuant to Sections 102 and 110 of the Act read with the Rules, setting out all material facts relating to the resolutions and additional information as required under the SEBI Listing Regulations are appended to this Notice.

You are requested to peruse the proposed resolutions along with its Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

SPECIAL BUSINESS:

Item No. 1: To appoint Dr. Pradnya Saravade (DIN: 08472973) as an Independent Woman Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 (“**Act**”) read with Schedule IV and the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), and the Articles

of Association of the Company, Dr. Pradnya Saravade (DIN: 08472973), who was appointed by the Board of Directors based on the recommendation of Nomination & Remuneration Committee, as an Additional Director in the category of "Non-Executive Independent Woman Director" with effect from February 03, 2026, and who is eligible for appointment and who has consented to act as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Woman Director of the Company, not liable to retire by rotation, to hold office for a term of three consecutive years commencing February 03, 2026 to February 02, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company or Company Secretary & Compliance Officer be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient for implementing and giving effect to this resolution."

Item No. 2: To appoint M/s. BNP & Associates, Company Secretaries, as Secretarial Auditors of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and upon recommendation of the Audit Committee and Board of Directors, M/s. BNP & Associates, Company Secretaries, [Firm Registration Number: P2014MH037400 and Peer Review No. 7353 / 2025] , be and are hereby appointed as the Secretarial Auditors of the Company for the financial year 2025-26 on such remuneration and terms & conditions as may be determined by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company or Company Secretary & Compliance Officer be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper and expedient for implementing and giving effect to this resolution."

**By Order of the Board of Directors
for Rubicon Research Limited
(Formerly known as Rubicon Research Private Limited)**

**Deepashree Tanksale
Company Secretary and Compliance Officer
ICSI Membership No.: A28132
Address: Plot No. B-75, MedOne House, Road
No. 33, Wagle Estate, Thane West- 400 604,
Maharashtra, India**

Date: February 13, 2026

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014 along with the details in terms of SEBI Listing Regulations, setting out material facts for the proposed resolution(s) are annexed herein below.
2. In view of the MCA Circulars, the Company has sent this Postal Ballot Notice only through e-mail to all the Members of the Company whose names appear in the Register of Members/ List of Beneficial Owners as received from the National Securities Depository Limited (“NSDL”)/ Central Depository Services (India) Limited (“CDSL”), (collectively referred as “Depositories”), as on Friday, February 06, 2026 (“Cut-off Date”) and who have registered their e-mail address with the Depositories through the concerned Depository Participants (“DPs”), with the Company’s Registrar and Share Transfer Agent, MUFG Intime India Private Limited, (“RTA”/“MUFG Intime”) or the Company.
3. In terms of the MCA Circulars, since the matters as proposed in the Postal Ballot Notice shall be passed by the Members of the Company through remote e-voting only, therefore, the vote in this Postal Ballot cannot be exercised through proxy.
4. In terms of the MCA Circulars, the Company has sent this Postal Ballot Notice in electronic form only and the hard copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members would take place through Remote e-Voting only.
5. Members who have not registered their e-mail address so far are requested to register their e-mail with their concerned DPs. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/ updated with their DPs to enable servicing of all the notices and other communications electronically to their e-mail address in the future. All the shareholding of the Company is in dematerialized form.
6. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in dematerialised form and who have not yet registered their nomination are requested to register the same with their DPs. While the Company does not have shares in physical form, the nomination for physical holders, if any, shall be made by submitting Form No. SH-13 with the RTA. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the RTA of the Company i.e. at <https://web.in.mpms.mufg.com/KYC-downloads.html>.
7. SEBI vide its Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023 (subsumed as part of the SEBI Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023), has introduced Online Dispute Resolution (‘ODR’), which is in addition to the existing SEBI Complaints Redress System (‘SCORES’) platform, which can be utilised by the investors and the Company for dispute resolution. The SMART ODR Portal can be accessed at: <https://smartodr.in/login>.
8. The Postal Ballot Notice is also available on the website of the Company at www.rubicon.co.in. The same can also be accessed from the website of the Stock Exchanges i.e. BSE Limited (“BSE”) at www.bseindia.com and National Stock Exchanges of India Limited (“NSE”) www.nseindia.com, website of MUFG Intime, remote e-voting facility provider at <https://instavote.linkintime.co.in>.
9. All documents referred to in this Notice will be available electronically for inspection by the Members from date of dispatch of this Notice till the date of declaration of the results for this Postal Ballot. Members seeking to inspect such documents can send an email to investors@rubicon.co.in.
9. Person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the Depositories as on the Cut-off Date, i.e. Friday, February 06, 2026, only shall be entitled to avail the facility of Remote e-Voting. A person who is not a member as on the Cut-off date should treat this Notice for information purpose only. It is however, clarified that all Members of the Company as on the Cut-off Date, including those Members who may not have received this Notice due to non-registration of their

e-mail IDs with the Company/RTA/ Depositories, shall be entitled to vote in relation to the resolutions specified in this Notice in accordance with the process specified hereinafter, in this Notice.

10. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the Cut-off Date, i.e. Friday, February 06, 2026.
11. The Board of Directors of the Company in its meeting held on Tuesday, February 03, 2026, has appointed Mr. Gaurav Sainani (Membership No. A 36600 & Certificate of Practice No. 24482) and Mr. Sunny Gogiya (Membership No. A 56804 & Certificate of Practice No. 21563), Partners, M/s. SGGS and Associates, Company Secretaries as Scrutinizer.
12. The Scrutinizer will submit his report to the Chairman, or any other person authorised by him, after scrutiny of the votes cast, on the result of the Postal Ballot on or before Tuesday, March 17, 2026. The Scrutinizer's decision on the validity of votes cast through Postal Ballot will be final.
13. The result of the Postal Ballot along with the Scrutinizer's Report shall be displayed at the Registered Office and Corporate Office of the Company, communicated to the Stock Exchanges and would also be uploaded on the Company's website at www.rubicon.co.in, website of BSE at www.bseindia.com and NSE at www.nseindia.com where the shares of the Company are listed and on the website of RTA at <https://instavote.linkintime.co.in>.
14. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one National daily newspaper circulating throughout India (in English language) and one daily newspaper circulating in Mumbai (in vernacular language, i.e. Marathi).
15. All papers relating to Postal Ballot including voting by Remote e-Voting shall be under the safe custody of the scrutinizer till the Chairperson considers, approves and signs the minutes.
16. Some of the important details regarding the Remote e-Voting facility are provided below:

Cut-off date for determining the Members entitled to vote through remote e-voting	Friday, February 6, 2026
Commencement of e-voting period	Saturday, February 14, 2026 at 9:00 A.M. (IST)
End of e-voting period	Sunday, March 15, 2026 at 5:00 P.M. (IST)

The remote e-voting module will be disabled by the RTA after 5:00 P.M. (IST) on Sunday, March 15, 2026. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again.

17. Institutional/ Corporate Shareholders (i.e. other than HUF, NRI etc.) intending to vote on the resolutions mentioned in the Postal Ballot through their authorized representatives are requested to send a scanned copy of certified true copy of the Board Resolution authorizing their representative to vote on their behalf electronically to the Scrutinizer by email at sunny.gogiya@legalixir.com and at gaurav.sainani@legalixir.com with copies marked to the Company at investors@rubicon.co.in and to RTA at enotices@in.mpms.mufg.com.
18. Resolutions, if passed by the Members through Postal Ballot, is deemed to have been duly passed on the last date specified for the remote e-voting i.e. Sunday, March 15, 2026 in terms of Secretarial Standards-2 ("SS-2") issued by the Institute of Company Secretaries of India.
19. **Instructions for voting through Remote E- Voting**

In compliance with the provisions of Regulation 44 of the SEBI Listing Regulations, Sections 108 and 110 of the Act read with the Companies (Management and Administration) Rules, 2014, MCA Circulars and SS-2 issued by the Institute of Company Secretaries of India, the Company is providing a facility to all its Members to enable them to cast their vote on the matters listed in this Notice by electronic means (Remote e-voting). The Remote E-voting facility is being provided by RTA of the Company.

The dispatch of the Notice shall be deemed to be completed on the day on which RTA sends out the communication for the Postal Ballot process by e-mail to the Members of the Company. The remote e- voting period begins at 9.00 A.M. (IST) on Saturday, February 14, 2026 and ends at 5.00 P.M. (IST) on Sunday, March 15, 2026. During this period, Members of the Company holding shares as on the Cut-off Date i.e. Friday, February 06, 2026, may cast their vote electronically.

20. The manner of e-voting by (i) individual shareholders holding shares of the Company in demat mode, (ii) Shareholders other than individuals holding shares of the Company in demat mode, (iii) For Members who have not registered their e-mail address, the process is explained in the instructions given hereinbelow. Since all the shareholders of the company are holding shares in demat mode only, the instructions for shares held in physical mode is not provided.

THE INSTRUCTIONS FOR MEMBERS FOR VOTING THROUGH ELECTRONIC MEANS ARE AS UNDER:

In terms of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

In order to increase the efficiency of the voting process, all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants would be able to cast their vote without having to register again with the e-voting service providers (ESP's), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

LOGIN METHOD –

1) FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH DEPOSITORIES:

NSDL:	
Individual Shareholders registered with NSDL IDeAS facility	a) Visit URL: https://eservices.nsdl.com and click on “Beneficial Owner” icon under “Login”. b) Enter User ID, Password and Verification code. Click on “Login” c) 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. d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders who have not registered for NSDL IDeAS facility	a) 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 b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”. c) Enter the last 4 digits of your bank account / generate ‘OTP’ d) Post successful registration, user will be provided with Login ID and password. e) 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. f) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

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



Google Play



App Store

Individual Shareholders directly visiting the e-voting website of NSDL	a) Visit URL: https://www.evoting.nsdl.com b) Click on the “Login” tab available under ‘Shareholder/Member’ section. c) 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. d) 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. e) 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.
NSDL OTP based login	a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP. c) Enter the OTP received on your registered email ID/ mobile number and click on login. d) 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. e) 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.
CDSL:	
Individual Shareholders registered with CDSL Easi/ Easiest facility	a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com & click on “Login” and select “My Easi New Token”. b) Enter existing username, Password & click on “Login”. c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.
Individual Shareholders who have not registered for CDSL Easi/ Easiest facility:	a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/ / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration b) Proceed with updating the required fields for registration. c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).
Individual Shareholders directly visiting the e-voting website of CDSL	a) Visit URL: https://www.cdslindia.com b) Go to e-voting tab. c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”. d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account e) After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

2) INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH DEPOSITORY PARTICIPANT

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

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

3) FOR SHAREHOLDERS HOLDING SECURITIES IN PHYSICAL MODE / NON-INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date i.e., Friday, February 06, 2026, for e-voting may register and vote on InstaVote as under:

Shareholders who have not registered for INSTAVOTE facility	a. Visit URL: https://instavote.linkintime.co.in & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under: 1. User ID: Enter User ID 2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. 3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format) 4. Bank Account Number: Enter your Bank Account Number (<u>last four digits</u>), as recorded with your DP/Company. - o Shareholders holding shares in NSDL form, shall provide ‘point 4’ above - o Shareholders holding shares in CDSL form, shall provide ‘point 3’ and ‘point 4’ above - o Shareholders holding shares in physical form but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above 5. Set the password of your choice. (The password should contain <u>minimum 8 characters</u>, at least <u>one special Character</u> (!#\$%&*), at least <u>one numeral</u>, at least <u>one alphabet</u> and at least <u>one capital letter</u>). 6. Enter Image Verification (CAPTCHA) Code. 7. Click “Submit” (You have now registered on InstaVote). Post successful registration, click on “Login” under ‘SHARE HOLDER’ tab & follow steps given above in points (a-b).
Shareholders who have registered for INSTAVOTE facility:	a) Visit URL: https://instavote.linkintime.co.in & click on “Login” under ‘SHARE HOLDER’ tab. b) Enter details as under: A. User ID: Enter User ID B. Password: Enter existing Password C. Enter Image Verification (CAPTCHA) Code D. Click “Submit”. (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")
InstaVote USER ID NSDL CDSL Shares held in physical form User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678). User ID is 16 Digit Beneficiary ID. User ID is <u>Event No + Folio no.</u> registered with the Company	

<u>Steps to cast vote for Resolutions through InstaVote</u>	1. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the “Notification for e-voting”. 2. Select ‘View’ icon. E-voting page will appear. 3. 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). 4. After selecting the desired option i.e. Favour / Against, click on ‘Submit’. 5. 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.
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NOTE: Shareholders may click on “Vote as per Proxy Advisor’s Recommendation” option and view proxy advisor recommendations for each resolution before casting vote. “Vote as per Proxy Advisor’s Recommendation” option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

4) GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS (“CUSTODIAN / CORPORATE BODY/ MUTUAL FUND”):

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)
Investor Mapping	a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. b) Click on “Investor Mapping” tab under the Menu Section c) Map the Investor with the following details: 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID. 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP. 3) ‘Investor PAN’ - Enter your 10-digit PAN. 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. Note: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures. 5) 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”.
Voting through InstaVote	The corporate shareholder can vote by two methods, during the remote e-voting period.

	METHOD 1 - VOTES ENTRY - Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. - Click on “Votes Entry” tab under the Menu section. - 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”. - Enter “16-digit Demat Account No.”. - Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’. - A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently). METHOD 2 - VOTES UPLOAD - Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials. - After successful login, you will see “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).
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HELPPDESK:

Individual Shareholders holding securities in demat mode	Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.	
	Login type	Helpdesk details
	Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending 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
Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:	Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.	

FORGOT PASSWORD:

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:	Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.
Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:	Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: https://instavote.linkintime.co.in ▪ Click on “Login” under ‘SHARE HOLDER’ tab. ▪ Click “forgot password?” ▪ Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). ▪ Click on “SUBMIT”. In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: https://instavote.linkintime.co.in ▪ Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab ▪ Click “forgot password?” ▪ Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). ▪ Click on “SUBMIT”. In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about

	the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.
General Instructions (Shareholders)	❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice. ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

- 5) Mr. Rajiv Ranjan, Sr. Assistant Vice President – MUFG Intime India Private Limited (*Formerly Link Intime India Private Limited*), Email ID enotices@in.mpms.muvg.com; Unit: Rubicon Research Limited C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083, and contact number - 022 – 4918 6000 may be contacted for any grievances connected with the facility for e-voting.

By Order of the Board of Directors
for Rubicon Research Limited
(Formerly known as Rubicon Research Private Limited)

Deepashree Tanksale
Company Secretary and Compliance Officer
ICSI Membership No.: A28132
Address: Plot B-75, MedOne House, Road No. 33,
Wagle Estate, Thane West- 400 604, Maharashtra, India

Date: February 13, 2026

EXPLANATORY STATEMENT AS REQUIRED UNDER THE ACT AND SEBI LISTING REGULATIONS

Item No. 1: To appoint Dr. Pradnya Saravade (DIN 08472973) as an Independent Woman Director of the Company

Based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Dr. Pradnya Saravade (DIN 08472973) has been appointed as an Additional Director, in the category 'Non-Executive Independent Woman Director' of the Company, a term of three consecutive years commencing from February 03, 2026 to February 02, 2029, not be liable to retire by rotation, subject to approval of Shareholders of the Company.

Brief profile of Dr Pradnya Saravade

Dr Pradnya Nandkumar Saravade is a former officer of the Indian Police Service, with a diverse governance and administrative experience. Dr. Saravade is a medical doctor, having done her MBBS and MS (General Surgery). She has had a remarkable and impactful career encompassing leadership role in operational excellence, risk management, and general administration. She has always opted for challenging assignments and blazed new trails, gaining unmatched perspectives and insights. Dr Saravade headed the Maharashtra Railway Police set up for over three years, before her retirement in June 2024. In this apex position, she oversaw several field units, including Commissioner of Railway Police, Mumbai, with the workforce of 8000 people. Earlier, she worked for three years as Joint Managing Director of Maharashtra State Police Housing Corporation Limited.

She has had a strong ethics orientation in her career, picking up operational experience in the Central Bureau of Investigation (CBI) and Anti-Corruption Bureau (ACB), Maharashtra. She later on went on to become the Chief Vigilance Officer of City and Industrial Development Corporation (CIDCO), Maharashtra on deputation, where she revamped the preventive vigilance function through people and process innovations.

She was on secondment to the Securities and Exchange Board of India (SEBI) for three years, heading its investigation team, dealing with securities market manipulations and insider trading. Dr Saravade served on deputation with the Central Bureau of Investigation for four years, supervised investigation and prosecution of major bank fraud cases, including India's first mega-fraud, called the Harshad Mehta scam.

She worked in Mumbai Police as Deputy Commissioner of Police, Enforcement, headed the Cyber Cell and also, the Preventive wing of the Crime Branch, as well as Port Zone. It was during this tenure of hers (2000-03) that large-scale cyber security awareness campaigns were planned and run by Mumbai Police, in collaboration with NASSCOM, and training facilities created for police investigators. Dr Saravade began her IPS career in West Bengal, where she served for six years, before moving to Mumbai for her deputation with the CBI. She has been awarded the Indian Police Medal for Distinguished Services.

Dr Saravade holds the degrees of MBBS and MS (General Surgery) from Grant Medical College, Mumbai.

The Company has received a notice in writing from a member under Section 160 of Act proposing the candidature of Dr Saravade, for the office of the Director of the Company.

The Company has received the following documents and declarations from Dr Saravade in connection with her appointment as an Independent Director:

- consent in writing to act as a Director;
- declaration to the effect that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act and that she has not been debarred from holding the office of Director by any order of SEBI or any other competent authority;
- declaration to the effect that she meets with the criteria of independence as prescribed under the Act and SEBI Listing Regulations;
- confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company.
- disclosure of interest in form MBP-1 under Section 184 of the Act.

The skills and capabilities identified for the role are Strategic Leadership & Sector Expertise, Governance & Risk, Ethics Management, Stakeholder Relations & Grievance Redressal, ESG & Social Impact, People Management. After assessing the qualifications, experience and expertise of Dr Saravade, the Nomination and Remuneration Committee, along with the Board of Directors, has unanimously recommended her appointment as an Independent Director on the Board of the Company. It has been determined that Dr Saravade meets all the criteria for independence and that she is independent to the management of the Company.

Pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Dr Saravade has enrolled her name in the online data bank maintained for Independent Directors with the Indian Institute of Corporate Affairs.

Dr Saravade will be entitled to remuneration by way of sitting fees for attending the meetings of Board of Directors and its Committees, reimbursement of expenses as permitted under the Act and SEBI Listing Regulations in such quantum, proportion and manner as recommended by the NRC and approved by the Board, from time to time.

A detailed profile of Dr Saravade is available on the website of the Company at <https://www.rubicon.co.in/investors>. Details as required under Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standard – 2 has been provided in **Annexure 1** to the explanatory statement. The draft terms and conditions for appointment of Independent Director is also available on the website of the Company.

Except Dr Pradnya Saravade and her relatives, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the appointment of Dr Pradnya Saravade as an Independent Woman Director for approval of the members through the **Special Resolution** contained in Item No. 1 of the Notice of Postal Ballot.

Item No. 2: To appoint M/s. BNP & Associates Company Secretaries, as Secretarial Auditors of the Company

In accordance with Regulation 24A of SEBI Listing Regulations read with Section 204 of the Act and rules made thereunder, every listed entity is required to undertake Secretarial Audit by a Secretarial Auditor who shall be a Peer Reviewed Company Secretary. Such appointment is permissible for a maximum of two terms of five consecutive years each and is subject to the approval of the shareholders at the Annual General Meeting (“AGM”). The Secretarial Audit Report is thereafter required to be annexed to the Annual Report of the listed entity.

The Company’s equity shares were listed on the National Stock Exchange of India Limited and BSE Limited on October 16, 2025, following its Initial Public Offering.

In line with these requirements, and based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on February 03, 2026, approved the appointment of M/s. BNP & Associates, Company Secretaries (Firm Registration Number: P2014MH037400 and Peer Review No. 7353 / 2025) , as the Secretarial Auditors of the Company, subject to the approval of the Members. Recognising the importance of shareholder endorsement and as a matter of abundant caution, the Board has resolved to seek shareholder approval in the following manner:

- Immediate Appointment (FY 2025-26): As a matter of abundant caution, the Company is seeking shareholder approval through Postal Ballot for the appointment of the Secretarial Auditor for FY 2025-26, thereby reinforcing its commitment to transparency and the highest standards of governance.
- Long-term Appointment (FY 2026-27 to FY 2029-30): The Board has further approved and recommended to the Members the continuation of the appointment for the remaining four years of the first five-year term. This recommendation will be formally placed before the shareholders for their approval at the ensuing AGM, ensuring compliance with statutory requirements and reaffirming the Company’s commitment to shareholder oversight.

The remuneration for the Secretarial Audit has been fixed at Rs. 3,75,000/- (Rupees Three Lakh Seventy-Five Thousand Only), plus applicable taxes and reimbursement of out-of-pocket expenses, for the FY 2025-26. The proposed fee is considered reasonable and not materially significant when compared to the previous year fees paid

to the outgoing auditor, considering the increased compliance requirements and broader audit scope associated with the Company's transition to a listed entity.

Brief Profile of M/s. BNP & Associates

BNP & Associates, is a firm of Practising Company Secretaries, established in October 2014 by Mr B Narasimhan, a fellow member and past president of The Institute of Company Secretaries of India (ICSI). The firm is primarily engaged in areas of secretarial audit, corporate advisory services, transactional services, legal due diligence, compliance management etc. The firm is registered with the ICSI and holds Peer Review Certificate no. 7353/2025 issued by the Peer Review Board of ICSI. The firm has six partners, two Associate Company Secretaries and 15 competent professionals who are supported by other team members including trainees. The firm has extensive experience of handling audits of large listed corporates.

M/s. BNP & Associates had submitted a consent letter stating that it is eligible for appointment as Secretarial Auditor as per the provisions of Section 204 of the Act, and Regulation 24A of the SEBI Listing Regulations, and circulars issued thereunder.

M/s. BNP & Associates have provided confirmation that it has undergone the Peer Review process conducted by the ICSI and hold a valid Peer Review Certificate issued by the Peer Review Board of ICSI.

In view of the firm's professional expertise, and experience, and based on the recommendation of the Audit Committee, the Board recommends the appointment of Secretarial Auditor for the FY 2025-26, as detailed in the Resolution set out in Item no. 2, for approval of the Members as an **Ordinary Resolution**.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

By Order of the Board of Directors
for Rubicon Research Limited
(Formerly known as Rubicon Research Privat Limi

Deepashree Tanksale
Company Secretary and Compliance Officer
ICSI Membership No.: A28132
Address: Plot B-75, MedOne House, Road No.
33, Wagle Estate, Thane West- 400 604,
Maharashtra, India

Date: February 13, 2026

ANNEXURE 1 TO THE NOTICE OF POSTAL BALLOT

Details of Director proposed to be appointed through Postal Ballot
[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of Director	Dr Pradnya Saravade	
DIN	08472973	
Date of Birth / Age	June 18, 1964 (61 years)	
Brief resume of the director & qualifications	Refer explanatory statement for Item No. 1.	
Experience and nature of her Expertise in Specific functional areas.		
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements.		
Date of First Appointment on the Board	February 03, 2026	
Shareholding in the Company (including shareholding as a beneficial owner)	Nil	
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable,	As per the resolution set out in this Notice read with the explanatory statement thereto. A draft of letter for the appointment of Dr. Pradnya Saravade as an Independent Director setting out the terms and conditions is available at the website of the Company at https://www.rubicon.co.in/investors. Remuneration Last Drawn: Not Applicable	
Relationship with other Directors, and other Key Managerial Personnel of the Company	None	
No. of Board meetings attended during the year	Not Applicable	
Directorships held in other companies	1. Jio Credit Limited (Independent Director) 2. Jio Payments Bank Limited (Independent Director) 3. Nuvama Mutual Fund Trusteeship Services Limited (Independent Director)	
Resignations from the listed entities in the past 3 years	None	
Chairpersonship / membership held in other companies	Jio Credit Limited	Customer Service and Grievances Committee – Chairperson
		Information Technology Strategy Committee – Member
		Corporate Social Responsibility Committee – Member
	Jio Payments Bank Limited	Risk Management Committee – Member
		Audit and Compliance Committee – Member
Member/ Chairperson of Committees of the Company	Stakeholders Relationship Committee - Member Corporate Social Responsibility Committee - Member	
Justification for choosing the appointee for appointment as Independent Director	As stated in the Explanatory Statement.	