RUPA & COMPANY LIMITED

CIN: L17299WB1985PLC038517

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COMMUNICATION IN RESPECT OF DEDUCTION OF TAX AT SOURCE ON DIVIDEND PAYOUT

Dear Shareholder(s),

We are pleased to inform that the Board of Directors of the Company at its Meeting held on May 26, 2026, recommended dividend of ₹ 3/- per Equity Share of ₹ 1/- each for the financial year ended March 31, 2026. The dividend will be paid to the Members of the Company after approval at the 41st Annual General Meeting (AGM) of the Company scheduled to be held on Friday, September 18, 2026.

Payment of dividend, if approved at the AGM, will be made to those Members whose names will be on the Company's Register of Members on September 11, 2026 and to those whose names will appear as Beneficial Owners as at the close of the business hours on September 11, 2026 as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose. The details with respect to Dividend has been given in the Notice of the 41st AGM.

Members holding shares in demat form are advised to keep the bank details updated with their Depository Participants.

Members holding shares in physical form and who have not updated their bank account, KYC and contact details are requested to update the same with the Company's Registrar and Transfer Agents (RTA), Maheshwari Datamatics Private Limited, office at 23 R.N. Mukherjee Road, 5th Floor, Kolkata-700001 by sending them duly completed Form ISR 1 and ISR 2 as available on its website https://www.mdpl.in/. In case if any of such details/documents are not updated, such folio(s) shall be considered KYC non-compliant, and such Shareholder(s) shall be eligible to receive any dividend/interest payments only through electronic mode upon updation of the required details with RTA.

As you are aware, the Company is required to withhold tax at the prescribed rates on dividends paid to its shareholders in accordance with Income-tax Act, 2025 ('the Act') effective from April 01, 2026. The withholding tax rate varies depending on the residential status of the shareholder and the documents submitted by such shareholder and accepted by the Company. Accordingly, the Company will deduct tax at source ('TDS') at the time of payment of the dividend, if approved by the shareholders at the forthcoming AGM.

This communication summarizes the applicable TDS provisions in accordance with the provisions of the Act, for various categories, including Resident and Non-Resident Members.

1. For Resident Members:

Sl. No.	Particulars	Applicable Rate	Documents required (if any)
(a)	No TDS shall be deducted in the case of resident individual shareholders if the amount of dividend in aggregate paid or likely to be paid in a financial year does not exceed ₹ 10,000/- .	NIL	-
(b)	With Permanent Account Number ('PAN') [As per Section 393(1) (Table Sl. no. 7) of the Act] (Dividend exceeds ₹ 10,000/-)	10%	PAN and residential status are required to be updated with the Depository Participants (for shares held in dematerialised form) or with the Company's Registrar and Share Transfer Agent, Maheshwari Datamatics Private Limited (for shares held in physical form).
(c)	Without PAN / Invalid PAN / Inoperative PAN [As per Section 397(2) of the Act]	20%	Not Applicable.
(d)	Submitting Form 121 [under Section 393(6) of the Act]	NIL	Signed declaration in Form 121 (Annexure 1), on fulfilment of prescribed conditions. PAN is mandatory to be provided in Form 121.

Sl. No.	Particulars	Applicable Rate	Documents required (if any)
(e)	Submitting Lower/NIL Deduction Certificate [under Section 395(1) of the Act]	Rate specified in the Certificate	Self-attested copy of the Certificate for Lower/NIL deduction of TDS obtained from the Income Tax authorities along with the copy of Pan Card. The certificate should be valid for the financial year 2026-27 and specifically cover dividend income.
(f)	Mutual Funds (specified under Schedule VII to Section 11 of the Act)	NIL	Self-declaration confirming that the Mutual Fund is specified under Schedule VII to Section 11 of the Act together with self-attested copy of PAN and registration certificate (Annexure 2).
(g)	Insurance Company [exempted under Section 393(1) (Table Sl. no. 7) of the Act]	NIL	Self-declaration confirming beneficial ownership of the shares, documentary evidence supporting non-applicability of Section 393(1), self-attested PAN and copy of registration certificate issued by IRDAI (Annexure 2).
(h)	Alternative Investment Fund ('AIF') (Category I or II AIFs whose dividend income is exempt under Schedule V to Section 11 of the Act)	NIL	Documentary evidence establishing its status as a Category I or Category II Alternative Investment Fund together with self-declaration confirming eligibility for exemption of dividend income under Schedule V to Section 11 of the Act, copy of the SEBI Registration Certificate and self-attested PAN (Annexure 2).
(i)	New Pension System (NPS) Trust (established under Schedule VII to Section 11 of the Act)	NIL	Self-declaration confirming that it is the New Pension System Trust established under Schedule VII to Section 11 of the Act, together with self-attested PAN and registration certificate (Annexure 2).
(j)	Recognized Provident Fund	NIL	Self-declaration confirming beneficial ownership, exemption under Schedule VII to Section 11 of the Act, valid approval under Part A of Schedule XI and self-attested PAN and registration certificate (Annexure 2).
(k)	Approved Superannuation Funds	NIL	Self-declaration confirming beneficial ownership, exemption under Schedule VII to Section 11 of the Act, valid approval under Part B of Schedule XI and self-attested PAN and registration certificate (Annexure 2).
(l)	Approved Gratuity Funds	NIL	Self-declaration confirming beneficial ownership, exemption under Schedule VII to Section 11 of the Act, valid approval under Part C of Schedule XI together with self-attested PAN and registration certificate (Annexure 2).
(m)	Statutory Corporations (established by or under a Central Act governed by Section 196 of the Act)	NIL	Registration certificate/documentary evidence indicating establishment under a Central Act and tax-exempt status, along with self-attested PAN.
(n)	Other resident non-individual shareholders (eligible for exemption)	NIL	Documentary evidence supporting exemption together with self-attested PAN.

Resident shareholders may submit the applicable declarations and documents through the online facility made available by the Company's Registrar and Share Transfer Agent, Maheshwari Datamatics Private Limited at www.mdpl.in.

Shareholders are requested to ensure that their PAN is linked with Aadhaar, wherever applicable. In case of failure of linking PAN with Aadhaar, PAN shall become inoperative, and in such scenario, tax shall be deducted at higher rate of 20% under Section 397(2) of the Act. The Company reserves the right to recover any tax demand, interest, penalty, or other liability imposed by tax authorities arising from a shareholder's failure to provide valid information or submission of incorrect details.

2. For Non-Resident Members:

Sl. No.	Particulars	Applicable Rate	Documents required (if any)
(a)	Non-Resident Shareholders including Foreign Institutional Investors ('FIIs')/ Foreign Portfolio Investors ('FPIs')	20% (plus applicable surcharge and cess) OR Tax Treaty Rate (whichever is lower)	• Updated PAN and Residential Status with DP or RTA (Maheshwari Datamatics Pvt. Ltd.). • Self-Attested Copy of SEBI Registration Certificate, as applicable. • Self-Attested Copy of Indian Tax Identification number (PAN) • Declaration specifying whether the investment is made under the general FDI route or FPI route. In order to apply the Tax Treaty rate, all the following documents would be required: i) Self-attested Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the shareholder is a resident certifying for FY 2026-27 or calendar year 2026 (covering the period from April 01, 2026 to March 31, 2027). ii) Shareholders who propose to claim treaty benefit need to mandatorily file the Form 41 online at the link https://mdpl.in/form/form-41 with effect from April 01, 2026 to avail the benefit of DTAA. iii) In case of Foreign Institutional Investors and Foreign Portfolio Investors, self-attested copy of SEBI registration certificate. iv) Self-declaration from Non-resident shareholder for the financial year April 01, 2026 to March 31, 2027 as per Annexure 3. - In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement ('DTAA').
(b)	Sovereign Wealth Funds/Pension Funds/ Specified Bodies (notified under Schedule V to Section 11 of the Act)	Nil	• Document evidencing the applicability of Schedule V to Section 11 of the Act / notification issued by CBDT substantiating the applicability of Schedule V to Section 11 of the Act issued by the Government of India. • Self-attested declaration that the conditions specified in schedule V to section 11 of the Act have been complied with.
(c)	Non-Resident Shareholders who are residents of a Notified Jurisdictional Area (under Section 176 of the Act)	30%	Not Applicable
(d)	Shareholders holding a valid Lower or Nil Withholding Tax Certificate (under Section 395 of the Act)	Rate specified in the Certificate	Self-attested copy of Lower/Nil withholding Tax Certificate issued by the Income Tax authorities.

Non-resident shareholders are advised to independently evaluate their eligibility to claim benefits under the applicable DTAA, including fulfilment of all conditions prescribed under the relevant treaty and the Income-tax Act, 2025.

The Company shall apply the beneficial DTAA rate only upon receipt of complete and satisfactory documentation within the prescribed timelines. In the absence of the requisite documents or where the documents are found to be incomplete or not in order, tax will be deducted at the rate prescribed under the Act.

Shareholders claiming exemption from TDS under any notification, circular or other statutory provision are requested to furnish appropriate documentary evidence to enable the Company to apply the applicable withholding tax rate.

Other Important Instructions:

i. Section 390 of the Act, read with Rule 203 of the Income Tax Rules, 2026 ('the Rules') inter-alia states that if the income on which tax is deducted at source (TDS) is assessable in the hands of a person other than deductee, TDS credit shall be given to such other person and not to the deductee.

   Accordingly, if shares are held on behalf of another person, the deductee must submit a declaration containing the name, address, Permanent Account Number (PAN), payment details, and reasons for transferring credit to that person (Declaration as per Annexure 4). Upon receipt of a valid declaration, the Company shall report the tax deduction and issue the TDS certificate in the name of the designated beneficial owner. Shareholders are requested to submit the necessary documents by September 11, 2026, via email at cs@rupa.co.in.

ii. Only scanned, duly completed, and signed copies of tax relief documents (e.g., PAN, Form 121, Form 41, self-declarations, or supporting evidence) will be accepted. Documents must be uploaded through the applicable link provided above or may be submitted by email at cs@rupa.co.in on or before September 11, 2026. All submission links will be disabled after this deadline.

iii. Members holding shares under multiple accounts under different status/categories and a single PAN, may note that the highest rate of tax applicable to any of the shareholder status/categories mapped against such PAN may be applied on the aggregate dividend amount payable in respect of all such accounts.

iv. In case of joint shareholders, the shareholder named first in the Register of Members is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

v. Members may note that in case the tax on said dividend is deducted at a higher rate in absence of receipt, or insufficiency of the aforementioned details/documents from you, an option is available to you to file the return of income as per Income-Tax Act, 2025 and claim an appropriate refund, if eligible. No claim shall lie against the Company for such taxes deducted.

vi. Shareholders holding shares in dematerialised mode, are requested to update their records such as tax residential status, permanent account number (PAN), registered email address, mobile number and other details with their relevant depositories through their depository participants. Shareholders holding shares in physical mode are requested to furnish details to the Company's Registrar and Transfer Agent, viz. Maheshwari Datamatics Private Limited.

vii. The Company is obligated to deduct tax at source based on the records made available by National Securities Depository Limited or Central Depository Services (India) Limited ("the Depositories") in case of shares held in electronic mode and from the RTA in case of shares held in physical mode and accordingly, no request for revision of TDS deduction or TDS return shall be entertained by the Company after the applicable timelines prescribed under the law.

viii. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder(s), such Shareholder(s) will be responsible to indemnify the Company and also provide the Company with all information/documents and co-operation in any appellate proceedings.

Disclaimer: This communication is not to be treated as an advice from the Company or its affiliates or the Registrar i.e Maheshwari Datamatics Private Limited. Members are advised to consult their own tax advisors with respect to the specific tax implications arising out of receipt of dividend under the provisions of the Income-tax Act, 2025 and the applicable tax treaty provisions, if any.

For any queries or assistance, shareholders may write to our Registrar and Transfer Agent, Maheshwari Datamatics Private Limited, at compliance@mdplcorporate.com or to the Company at investors@rupa.co.in.

We request your cooperation in this regard.

Thanking you.

Yours faithfully,
For **Rupa & Company Limited**

Kunj Bihari Agarwal
Managing Director
DIN: 00224857