NOTICE

NOTICE is hereby given that the 04th Annual General Meeting of the members of the Company will be held on Wednesday, September 30, 2026 at 05:00 P.M. (IST) through Video Conferencing (VC) and/or Other Audio-Visual Means (OAVM) at the deemed venue, at the Registered Office of the Company at Satkartar Building, Near Khalsa Petrol Pump, G.T. Road Khanna, Distt: Ludhiana–141401 Punjab, to transact the following business(es):

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31st March, 2026 including the Statement of Profit & Loss Account for the financial year ended on that date together with the report of Board of Directors & Auditors thereon, and in this regard to consider and, if thought fit, to pass with or without modification(s) the following resolutions as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 including the Statement of Profit & Loss Account for the financial year ended on that date together with the report of Board of Directors & Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To consider the re-appointment of **Mr. Rohit Jindal, (DIN: 06856831),** as a director, who retires by rotation and being eligible, offers himself for reappointment, and in this regard, 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 all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time and pursuant to any other Regulations, as may be applicable, **Mr. Rohit Jindal, (DIN: 06856831),** who retires by rotation and being eligible for re-appointment be and is hereby re-appointed as Director of the Company liable to retire by rotation."

SPECIAL BUSINESS:

3. **To approve the appointment of M/s Lal Ghai & Associates, Practising Company Secretaries as secretarial auditors of the company for the period of Five Consecutive Years commencing from Financial Year 2026-27 to 2030-31:**

   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 204 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), **M/s Lal Ghai & Associates,** Company Secretaries, Ludhiana (Registration No. P2014PB033300) be and are hereby appointed as Secretarial Auditors of the Company for the period of Five consecutive Years from Financial Year 2026-27 to 2030-31 at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

   RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized to file requisite forms with the Registrar of Companies for the aforesaid appointment of Secretarial Auditor, to sign necessary papers and documents and to take all such steps as may be deemed necessary to give effect to the said resolution."

4. **Ratification of Remuneration payable to Cost Auditors for the Financial Year 2026-27:**

   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 Sections 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory amendments and modifications thereof, for the time being in force, the remuneration payable to **M/s G.S. Kharay & Associates, Cost Accountants, Firm Registration Number: 101054,** appointed by the Board of Directors to conduct the Audit of the cost accounting records of the Company for the Financial year 2026-27 amounting to ₹ 55,000/- exclusive of GST as applicable and re-imbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

5. **Regularization of the appointment of Mrs. Sunita Rani (DIN: 08938748), as an Executive Director of the Company:**

   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 Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, and pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Mrs. Sunita Rani (DIN: 08938748),** who was appointed as an Additional Director (Executive Director) of the Company by the Board of Directors w.e.f. 10th August, 2026 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as Director (Executive) of the Company, liable to retire by rotation."

6. **To consider and approve revision in remuneration of Mr. Mohit Jindal (DIN: 05351969), Managing Director of the Company:**

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 Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Schedule V to the Companies Act, 2013, and the Memorandum and Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for increase in the remuneration payable to **Mr. Mohit Jindal (DIN: 05351969), Managing Director of the Company**, from the existing remuneration of ₹ **3,00,000/- (Rupees Three Lakhs only) per month** to a **gross salary of ₹ 4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month**, with effect from **07th September, 2026**, for the remaining tenure of his office as Managing Director of the Company up to 25th February, 2028, with authority to the Board of Directors to grant **one or more increments in remuneration from time to time**, provided that the **maximum gross monthly salary payable to him shall not exceed ₹ 12,00,000/- (Rupees Twelve Lakhs only)** during the currency of his tenure as Managing Director, subject to such other terms and conditions as may be determined by the Board of Directors in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to alter and vary the terms and conditions of the said remuneration, including authority, from time to time, to determine the amount of salary as also the type and amount of perquisites, benefits, incentives and other allowances payable to Mr. Mohit Jindal (DIN: 05351969), in such manner as may be agreed to between the Company and Mr. Mohit Jindal, within the overall limits approved by the Members and in accordance with the applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

7. **To consider and approve change in designation of Mr. Rohit Jindal (DIN: 06856831) from Executive Director to Whole-time Director of the Company and revision in his remuneration:**

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197, 198 and other applicable provisions of the Companies Act, 2013 (the "Act"), read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for change in designation of **Mr. Rohit Jindal (DIN: 06856831)** as the **Whole-time Director of the Company, liable to retire by rotation, for a period of 3 (three) years with effect from 07th September, 2026**, with revision in remuneration from ₹ **3,00,000/- (Rupees Three Lakhs only) per month**, being the remuneration payable to him in his capacity as Executive Director, to a **gross salary of ₹ 4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month**, with authority to the Board of Directors to grant **one or more increments in remuneration from time to time**, provided that the **maximum gross monthly salary payable to him shall not exceed ₹ 12,00,000/- (Rupees Twelve Lakhs only)** during the currency of his tenure as Whole-time Director, on such other terms and conditions as set out in the Explanatory Statement annexed to the Notice.

RESOLVED FURTHER THAT based on the recommendation of the Nomination and Remuneration Committee, and approval of the Board, the terms and conditions of appointment of Mr. Rohit Jindal (DIN: 06856831), including remuneration and annual increment thereof, may be altered and varied, but such remuneration shall not exceed the limits specified in the Companies Act, 2013 and/or as specifically approved by the Members of the Company.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

8. **To consider and approve change in designation of Mr. Shubham Jindal (DIN: 08938747) from Executive Director to Whole-time Director of the Company and revision in his remuneration:**

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197, 198 and other applicable provisions of the Companies Act, 2013 ('the Act') read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded for change in designation of **Mr. Shubham Jindal (DIN: 08938747)** as the **Whole-time Director** of the Company, liable to retire by rotation, for a period of **3 (three) years with effect from 07th September, 2026**, with revision in remuneration from ₹ 1,90,000/- (Rupees One Lakh Ninety Thousand only) per month, being the remuneration payable to him in his capacity as Executive Director, to ₹ **2,85,000/- (Rupees Two Lakhs Eighty-Five Thousand only) per month**, with authority to the Board of Directors to grant **one or more increments from time to time**, subject to the **maximum remuneration of ₹ 12,00,000/- (Rupees Twelve Lakhs only) per month**, and on such other terms and conditions as set out in the Explanatory Statement annexed to the Notice.

RESOLVED FURTHER THAT based on the recommendation of the Nomination and Remuneration Committee, and approval of the Board, the terms and conditions of appointment of Mr. Shubham Jindal (DIN: 08938747), including remuneration and annual increment thereof, may be altered and varied, but such remuneration shall not exceed the limits specified in the Companies Act, 2013 and/or as specifically approved by the Members of the Company.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

9. **To approve the powers of the Board under Section 180(1)(a) of the Companies Act, 2013:**

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the resolution passed by the Members at the Extra-Ordinary General Meeting held on 31st day of March, 2025, and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications or re-enactments thereof, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to create such mortgages, charges and hypothecation, in addition to the existing mortgages, charges and hypothecation created by the Company, on all or any of the immovable and movable properties of the Company whosoever situated, both present and future, and the whole or any part of the undertaking of the Company, together with powers to take over the management of the business and concern of the Company in certain events, in such manner as the Bank may deem fit, to or in favour of all or any of the financial institutions/banks/lenders/any other investing agencies or any other person(s)/bodies corporate by private placement or otherwise, to secure rupee/foreign currency loans and/or the issue of debentures, bonds or other financial instruments (hereinafter collectively referred to as 'Loans'), provided that the total amount of Loans together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company to the aforesaid parties or any of them under the agreements entered into/to be entered into by the Company in respect of the said Loans, subject to the limits approved under Section 180(1)(c) of the Companies Act, 2013, shall not, at any time, exceed the aggregate limit of ₹ **750,00,00,000 (Rupees Seven Hundred Fifty Crore Only)** being an enhancement of the existing limit of ₹ 200,00,00,000/- (Rupees Two Hundred Crore only)."

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

10. To set the borrowing limits of the company under section 180(1)(c) of the companies act, 2013:

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the resolution passed by the Members at the Extra-Ordinary General Meeting held on 31st day of March, 2025, and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications or amendments or any substitution or re-enactment thereof, if any, for the time being in force, and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow, from time to time, any sum or sums of monies (exclusive of interest) on such terms and conditions as may be determined, from anyone or more of the Company's bankers and/or from anyone or more other banks, persons, firms, companies/bodies corporate, financial institutions, institutional investor(s), mutual funds, insurance companies, pension funds and/or any entity/entities or authority/authorities, whether in India or abroad, and whether by way of cash credit, advance or deposits, loans or bill discounting, issue of debentures, commercial papers, long/short term loans, suppliers' credit, securitized instruments such as floating rate notes, fixed rate notes, syndicated loans, commercial borrowing from the private sector window of multilateral financial institutions, either in rupees and/or in such other foreign currencies as may be permitted by law from time to time, and/or any other instruments/securities or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets and/or properties whether moveable or immoveable, including stock-in-trade, loans, issuance of bonds, notes, debentures or other securities whether convertible into equity/preference shares or not, licenses and properties, whether immovable or movable and all or any of the undertaking of the Company, notwithstanding that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loan obtained from the Company's bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves and securities premium, so that the total amount up to which the moneys may be borrowed by the Company and outstanding at any time shall not exceed ₹ **750,00,00,000 (Rupees Seven Hundred Fifty Crore Only)** being an enhancement of the existing limit of ₹ 200,00,00,000/- (Rupees Two Hundred Crore only)."

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

11. To approve loans, investments, guarantee or security under section 185 of the companies act, 2013:

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the resolution passed by the Members at the Extra-Ordinary General Meeting held on 31st day of March, 2025, and pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members of the Company be and is hereby accorded for advancing any loan(s), including a loan represented by way of book debt, or giving any guarantee, or providing any security(ies), in connection with any loan taken or to be taken by any person in whom any Director of the Company is interested, as specified in the Explanation to sub-section (2) of the said Section, up to an aggregate amount not exceeding ₹ **100,00,00,000/- (Rupees One Hundred Crore only)** being an enhancement of the existing limit of ₹ 50,00,00,000/- (Rupees Fifty Crore only), notwithstanding that such loans, guarantees or securities may exceed the limits prescribed under the Act, and the Board of Directors of the Company be and is hereby authorized to determine, in its absolute discretion, the terms and conditions, including rate of interest, tenure, and manner of repayment, in respect of such loan(s), guarantee(s) or security(ies), as it may deem beneficial and in the best interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and the Company Secretary of the Company be and are hereby authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid loan(s)/guarantee(s)/security(ies), and to take all necessary steps, to execute all such documents, instruments and writings, and to do all necessary acts, deeds and things in order to comply with all legal and procedural formalities, and to do all such acts, deeds or things incidental or expedient thereto, as the Board may think fit and proper."

12. **To approve the investment(s), loans, guarantees and security in excess of limits specified under section 186 of the companies act, 2013:**

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the resolution passed by the Members at the Extra-Ordinary General Meeting held on 31st day of March, 2025, and pursuant to Section 186 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification thereof for the time being in force and as may be enacted from time to time), the approval of the Members be and is hereby accorded to the Board of Directors for making investment(s) in excess of limits specified under Section 186 of the Companies Act, 2013, from time to time, in acquisition of securities of any body corporate, or for giving loans, guarantees or providing securities in connection with loan to any body corporate or person, as may be considered appropriate, for an amount not exceeding **₹ 100,00,00,000/- (Rupees One Hundred Crore only) being an enhancement of the existing limit of ₹ 50,00,00,000/- (Rupees Fifty Crore only),** notwithstanding that such investments, outstanding loans given or to be given, and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

13. **Approval of Related Party Transactions between the Company and Synergy Trade Link DMCC:**

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

"RESOLVED THAT "RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, and the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and other applicable provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, the Company's Policy on Related Party Transactions, and pursuant to the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Company for entering into and/or continuing with arrangements, contracts, agreements and/ or transactions, whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise, with **Synergy Trade Link DMCC**, being a Related Party of the Company, for an aggregate value not exceeding **₹ 600,00,00,000/- (Rupees Six Hundred Crore only) per financial year**, for a period of **five (5) financial years commencing from the financial year 2026-27 and ending with the financial year 2030-31**, on such terms and conditions as may be mutually agreed between the Company and Synergy Trade Link DMCC, provided that all such transactions shall be undertaken on an arm's length basis and in the ordinary course of business, wherever applicable, and in accordance with the terms and conditions as set out in the Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby authorised, severally, to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable for the purpose of giving effect to the aforesaid resolution, including but not limited to finalising the terms and conditions of the transactions, executing necessary documents, making necessary filings, issuing certified true copies/extracts of this resolution and settling all questions, difficulties or doubts that may arise in regard to the implementation of the aforesaid resolution."

14. **Approval of Related Party Transactions between the Company and A.M Agrovet**

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, and the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and other applicable provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, the Company's Policy on Related Party Transactions, and pursuant to the approval/recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Company for entering into and/or continuing with arrangements, contracts, agreements and/or transactions, whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise, with **A.M. Agrovet**, being a Related Party of the Company, for an aggregate value not exceeding **₹ 75,00,00,000/- (Rupees Seventy-Five Crore only) per financial year**, for a period of **five (5) financial years commencing from the financial year 2026-27 and ending with the financial year 2030-31**, on such terms and conditions as may be mutually agreed between the Company and A.M. Agrovet, provided that all such transactions shall be undertaken on an arm's length basis and in the ordinary course of business, wherever applicable, and in accordance with the terms and conditions as set out in the Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby authorised, severally, to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable for the purpose of giving effect to the aforesaid resolution, including but not limited to finalising the terms and conditions of the transactions, executing necessary documents, making necessary filings, issuing certified true copies/extracts of this resolution and settling all questions, difficulties or doubts that may arise in regard to the implementation of the aforesaid resolution."

15. **Approval of Related Party Transactions between the Company and Sandhu Rice Mills:**

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, and the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and other applicable provisions of the Act, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, the Company's Policy on Related Party Transactions, and pursuant to the approval/recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the Company for entering into and/or continuing with arrangements, contracts, agreements and/or transactions, whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise, with **Sandhu Rice Mills**, being a Related Party of the Company, for an aggregate value not exceeding **₹ 75,00,00,000/- (Rupees Seventy-Five Crore only) per financial year**, for a period of **five (5) financial years commencing from the financial year 2026-27 and ending with the financial year 2030-31**, on such terms and conditions as may be mutually agreed between the Company and Sandhu Rice Mills, provided that all such transactions shall be undertaken on an arm's length basis and in the ordinary course of business, wherever applicable, and in accordance with the terms and conditions as set out in the Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby authorised, severally, to do all such acts, deeds, matters and things as may be necessary, proper, expedient or desirable for the purpose of giving effect to the aforesaid resolution, including but not limited to finalising the terms and conditions of the transactions, executing necessary documents, making necessary filings, issuing certified true copies/extracts of this resolution and settling all questions, difficulties or doubts that may arise in regard to the implementation of the aforesaid resolution.

16. **To consider and approve change in designation of Mrs. Sunita Rani (DIN: 08938748) from Executive Director to Whole-time Director of the Company:**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197, 198 and other applicable provisions of the Companies Act, 2013 ('the Act') read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded for change in designation of **Mrs. Sunita Rani (DIN: 08938748)** as the **Whole-time Director** of the Company, liable to retire by rotation, for a period of **3 (three) years with effect from 07th September, 2026**, on remuneration of **₹ 3,70,000/- (Rupees Three Lakhs Seventy Thousand only) per month**, with authority to the Board of Directors to grant **one or more increments from time to time**, subject to the **maximum remuneration of ₹ 12,00,000/- (Rupees Twelve Lakhs only) per**

month, along with such other terms and conditions as set out in the Explanatory Statement annexed to the Notice.

RESOLVED FURTHER THAT based on the recommendation of the Nomination and Remuneration Committee and approval of the Board, the terms and conditions of appointment of Mrs. Sunita Rani (DIN: 08938748), including remuneration and annual increment thereof, may be altered and varied from time to time, provided that such remuneration shall not exceed the limits specified under the Companies Act, 2013 and Schedule V thereto and/or as specifically approved by the Members of the Company.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

By order of the Board
For **SK Minerals & Additives Limited**

Priyanka Arora
Company Secretary
ICSI Membership No. A-65533

Date: 07.09.2026
Place: Khanna

NOTES:

1. The Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated 25th September, 2023, Circular No. 09/2024 dated 19th September, 2024 and Securities and Exchange Board of India (SEBI) vide its Circular No. S E B I / H O / C F D / C M D 1 / CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/ 2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/ 2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of members at a common venue. Thus, in compliance with the said Circulars, the 04th Annual General Meeting (AGM) of the Company will be held through video conferencing (VC) or other audio visual means (OAVM). Members can attend and participate in the AGM through VC/OAVM.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Item(s) of Special Business is annexed hereto and forms part of the Notice.
3. The Registered office of the company shall deemed to be the venue of the Meeting.
4. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113 of the Companies Act, 2013, body corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice calling the 4th AGM along with Annual Report for the year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Depositories. Members may note that Notice and Annual Report 2025-26 has been uploaded on the website of the Company. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.cdslindia.com.
7. The Members can join the AGM in the VC/OAVM mode 15 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 to at least 1000 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.

8. The information required to be provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and under other Requirements regarding the Director who is proposed to be appointed/re-appointed is given in the Annexure- A to the Notice.

9. As per Regulation 40 of SEBI (LODR) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form except in case of request received for transmission or transposition of securities. In view of the above and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact Company's Registrar and Transfer Agent: M/s. Maashitla Securities Private Limited for assistance in this regard.

10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

11. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) and Bank Details by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are requested to submit their self-attested copy of PAN card and bank details along with Original cancelled cheque leaf/attested bank passbook showing name of account holder and address, to the Registrar and Share Transfer Agents, M/s. Maashitla Securities Private Limited

12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, etc. will be available for inspection in electronic mode during the AGM. All other documents referred to in the Notice will be available for inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM i.e. Wednesday, 30th September, 2026.

13. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, and December 28, 2022 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has availed the services of CDSL for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

14. The members who have voted through remote e-voting will be eligible to attend the AGM but they will not be eligible to vote at the AGM.

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND EVOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

(i) The voting period begins on **Sunday, September 27, 2026 at 09:00 AM (IST) and ends on Tuesday, September 29, 2026 at 05:00 PM (IST)** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **22nd September, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** 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.

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.

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.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** 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.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
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 21 09911
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

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

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> (SK Minerals & Additives Limited) on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cssumitghai@gmail.com and Companysecretary@skminerals.net, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants 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.
7. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at companysecretary@skminerals.net. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai–400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 3

To approve appointment of M/s Lal Ghai & Associates, Practising Company Secretaries as secretarial auditors of the company for the period of Five Consecutive Years commencing from Financial Year 2026-27 to 2030-31:

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 Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Company is required to appoint a Secretarial Auditor to conduct the Secretarial Audit of the Company.

M/s Lal Ghai & Associates is a Peer Reviewed Firm having more than 12 years of professional experience, having wide range of Legal, Secretarial and Corporate matters and provides services to various Listed/Unlisted entities, Banks and other Institutions. While recommending M/s Lal Ghai & Associates for appointment, the Board and the Audit Committee evaluated various factors, including their capability to handle a diverse and complex business environment, its existing experience in the Company’s business segments, its industry standing, the clientele it serves, and its technical expertise. Renowned for its commitment to quality and precision, the firm has been Peer Reviewed by the Institute of Company Secretaries of India (ICSI), ensuring the highest standards in professional practices.

The terms and conditions for appointment of M/s Lal Ghai & Associates are as follows:

- Tenure – 05 (Five) consecutive years, to conduct the Secretarial Audit for five consecutive financial years commencing from 1st April, 2026, until 31st March, 2031;
- The services to be rendered by M/s Lal Ghai & Associates as Secretarial Auditors is within the purview of the said Regulation read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

M/s Lal Ghai & Associates has provided its consent to act as the Secretarial Auditor of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the Listing Regulations.

Accordingly, the consent of the Shareholders is sought for the appointment of M/s Lal Ghai & Associates as the Secretarial Auditor of the Company, at such remuneration as may be mutually agreed upon between the Board of Directors and the Secretarial Auditors.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of this Notice.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

ITEM NO. 4

Ratification of Remuneration payable to Cost Auditors for the Financial Year 2026-27:

Pursuant to Section 148 of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to have the audit of its cost records for specified products conducted by a practicing Cost Accountant. Based on the recommendation of the Audit Committee, the Board, at its meeting held on 07th September, 2026, approved the appointment of M/s G.S. Kharay & Associates, Cost Accountants (Firm Registration No. 101054), as the Cost Auditor of the Company to conduct the audit of the cost records maintained by the Company, pertaining to the relevant products prescribed under the Companies (Cost Records and Audit) Rules, 2014, for FY 2026-27, at a remuneration not exceeding ₹ 55,000/- (Rupees Fifty-Five Thousand only), plus applicable taxes, out-of-pocket and other expenses incurred during the course of the audit.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors must be ratified by the Members of the Company. Accordingly, the consent of the Members is sought for the ratification of the remuneration payable to the Cost Auditors for the financial year 2026-27.

A brief profile of M/s G.S. Kharay & Associates, Cost Accountants (Firm Registration No. 101054), is mentioned herein below for the information of the Members:

M/s G.S. Kharay & Associates is a firm of Practicing Cost Accountants offering a wide spectrum of services to its esteemed clientele. The firm has handled various assignments in costing, such as cost audit, certifications, cost consultancy, and costing-based turnaround strategies, across diverse industries and a varied client base.

The Board recommends the ratification of the remuneration payable to M/s G.S. Kharay & Associates, Cost Accountants (Firm Registration No. 101054), for conducting the cost audit, and the passing of the Ordinary Resolution set out at Item No. 4 of the Notice.

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

ITEM NO. 5

Regularization of the appointment of Mrs. Sunita Rani (DIN: 08938748), as an Executive Director of the Company:

Mrs. Sunita Rani (DIN: 08938748) was appointed as an Additional Director (Executive Director) of the Company with effect from 10th August, 2026, pursuant to Section 161 of the Companies Act, 2013 and the Articles of Association of the Company. In terms of Section 161 of the Act, she holds office only up to the date of the ensuing Annual General Meeting of the Company.

A brief profile of Mrs. Sunita Rani is included in the **Annexure- A** to this Notice.

The Board is of the view that her rich experience and contribution would be beneficial to the Company, and accordingly recommends her appointment as Director (Executive), liable to retire by rotation, for approval of the Members.

Mrs. Sunita Rani (DIN: 08938748) is interested and concerned in this Resolution, to the extent of her own appointment. None of the other Directors, Key Managerial Personnel of the Company, or their respective relatives, except the Appointee, are, in any way, financially or otherwise, concerned or interested in the above Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Shareholders.

ITEM NO. 6

To consider and approve revision in remuneration of Mr. Mohit Jindal (DIN: 05351969), Managing Director of the Company:

Mr. Mohit Jindal (DIN: 05351969) is serving as the Chairman & Managing Director of the Company. He brings extensive professional and industry experience, along with a comprehensive understanding of the Company's business operations and the specialty chemicals sector. He has played a pivotal role in shaping the Company's business strategy and strengthening its position in the industry.

With over 15 years of professional and industry experience, Mr. Mohit Jindal has undertaken key responsibilities across compliance, corporate strategy and international operations. His expertise encompasses business development, strategic planning, new venture development and international business, enabling the Company to identify and pursue opportunities for sustainable and scalable growth.

His leadership and strategic guidance have contributed to enhancing operational efficiency, strengthening business processes, facilitating effective decision-making and supporting the Company's continued growth and long-term objectives.

Recognizing the value of his leadership and contribution, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, at its meeting held on 07th September, 2026, it has been proposed to revise the remuneration payable to Mr. Mohit Jindal, Managing Director of the Company, on the following broad terms and conditions:

Particulars	Details
Designation	Managing Director
Revised Remuneration	Upto ₹ **4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month**, with effect from 07th September, 2026, including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment(s) from time to time as the Board (including Committee(s) may, in its discretion, determine, **provided that the total monthly remuneration shall not exceed ₹ 12,00,000/- (Rupees Twelve Lakhs only)** per month.
Perquisites	The following perquisites shall be allowed, which will be included in the gross remuneration except those prescribed under Section IV of Part II of Schedule V of the Companies Act, 2013. • Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rules. • Earned leave on full pay and allowances as per the rules of the Company; leave accumulated shall be en-cashable at the end of the tenure, if any, and will not be included in the computation of the ceiling of perquisites.

The resolution stated above may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Except Mr. Mohit Jindal, no other Director, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the Members.

ITEM NO. 7

To consider and approve change in designation of Mr. Rohit Jindal (DIN: 06856831) from Executive Director to Whole-time Director of the Company and revision in his remuneration:

Mr. Rohit Jindal (DIN: 06856831) is serving as an Executive Director of the Company. With over 15 years of hands-on experience, he has developed deep expertise in production, planning, procurement, sourcing and supply chain management.

His extensive experience and strategic approach have played an important role in scaling the Company's manufacturing operations and strengthening its revenue growth, while effectively addressing operational challenges and converting them into opportunities for sustainable business development.

His strong understanding of the specialty chemicals and minerals industry, coupled with an established network of industry peers and clients across global markets, contributes to the Company's business development and strategic initiatives. His continued involvement is expected to further strengthen the Company's operational capabilities and support its long-term growth objectives.

Recognising his experience, leadership and contribution to the Company, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 07th September 2026, approved the change in designation of Mr. Rohit Jindal from Executive Director to Whole-time Director of the Company for a period of 3 (three) years with effect from 07th September 2026, liable to retire by rotation, on the following broad terms and conditions of appointment and remuneration payable to him as the Whole-time Director of the Company.

Particulars	Details
Designation	Whole-time Director
Tenure	For a period of 3 (three) years, effective from 07th September, 2026
Remuneration	₹ **4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month,** with effect from 07th September, 2026, including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment(s) from time to time as the Board (including Committee(s) may, in its discretion, determine, **provided that the total monthly remuneration shall not exceed ` 12,00,000/- (Rupees Twelve Lakhs only)**
Perquisites	The following perquisites shall be allowed, which will be included in the gross remuneration except those prescribed under Section IV of Part II of Schedule V of the Companies Act, 2013. • Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rules. • Earned leave on full pay and allowances as per the rules of the Company; leave accumulated shall be en-cashable at the end of the tenure, if any, and will not be included in the computation of the ceiling of perquisites.

The resolution stated above may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Mr. Rohit Jindal has given his consent to act as the Whole-time Director of the Company and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), the requisite particulars of Mr. Rohit Jindal are given in this AGM Notice as "**Annexure A**".

The Company has also received a declaration from him, confirming that he is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

Except for Mr. Rohit Jindal, no other Director, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the Notice.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval of the Members.

ITEM NO. 8

To consider and approve change in designation of Mr. Shubham Jindal (DIN: 08938747) from Executive Director to Whole-time Director of the Company and revision in his remuneration:

Mr. Shubham Jindal (DIN: 08938747) is presently serving as an Executive Director of the Company. He brings valuable experience and a strong understanding of the Company's business operations, particularly in the areas of international trading, sales and business development. His leadership and strategic approach have contributed to strengthening the Company's trading operations, expanding its customer base and supporting business growth.

His understanding of international markets and continued involvement in the Company's trading and business development activities enable him to identify and pursue high-potential business opportunities. His contribution supports the Company's efforts to enhance its market presence, strengthen customer relationships and pursue sustainable growth and expansion across domestic and international markets.

Recognizing the value of his experience and leadership, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 07th September, 2026, approved the change in designation of Mr. Shubham Jindal from Executive Director to Whole-time Director of the Company, for a period of 3 (three) years with effect from 07th September, 2026, liable to retire by rotation, on the following broad terms and conditions of appointment and remuneration payable to him as the Whole-time Director of the Company:

Particulars	Details
Designation	Whole-time Director
Tenure	For a period of 3 (three) years, effective from 07th September, 2026
Remuneration	**₹ 2,85,000/- (Rupees Two Lakhs Eighty-Five Thousand only) per month** with effect from 07th September, 2026, including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment(s) from time to time as the Board (including Committee(s)) may, in its discretion, determine, **provided that the total monthly remuneration shall not exceed ` 12,00,000/- (Rupees Twelve Lakhs only) per month.**
Perquisites	The following perquisites shall be allowed, which will be included in the gross remuneration except those prescribed under Section IV of Part II of Schedule V of the Companies Act, 2013: • Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rules. • Earned leave on full pay and allowances as per the rules of the Company; leave accumulated shall be en-cashable at the end of the tenure, if any, and will not be included in the computation of the ceiling of perquisites.

The resolution stated above may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Mr. Shubham Jindal has given his consent to act as the Whole-time Director of the Company and has confirmed that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), the requisite particulars of Mr. Shubham Jindal are given in this AGM Notice as "**Annexure A".**

The Company has also received a declaration from him, confirming that he is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

Except for Mr. Shubham Jindal, no other Director, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 8 of the Notice.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval of the Members.

ITEM NO. 9

To approve the powers of the Board under Section 180(1)(a) of the Companies Act, 2013:

The Members of the Company, at the Extra-Ordinary General Meeting held on 31st March, 2025, had accorded their consent to the Board of Directors of the Company, pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013, to create mortgage(s), charge(s), lien(s) and/or hypothecation(s), in such manner and on such terms and conditions as the Board may deem fit, on the movable and/or immovable properties of the Company, both present and future, and/or on the whole or any part of the undertaking(s) of the Company, for securing the borrowings availed or to be availed by the Company, up to an aggregate limit of ₹ **200,00,00,000/- (Rupees Two Hundred Crore only)**.

The Company is presently pursuing its business growth and expansion plans and is also required to undertake various capital expenditure initiatives, augmentation of working capital, expansion of existing operations, acquisition of assets and other strategic and operational requirements. In view of the Company's anticipated business requirements and the consequent need for additional financial resources, the Company may be required to avail further financial assistance, loans, credit facilities and other borrowings from banks, financial institutions, NBFCs, lenders and other financing agencies from time to time.

Considering the scale and nature of the Company's present and proposed operations, the existing security creation limit of ₹ 200 crore may not be adequate to meet the Company's medium-term and long-term funding requirements. Accordingly, with a view to providing the Company with adequate financial flexibility and ensuring timely availability of funds for its business and growth requirements, the Board of Directors, at its meeting held on **07th September, 2026**, has recommended enhancement of the existing limit from ₹ **200,00,00,000/- (Rupees Two Hundred Crore only) to ₹ 750,00,00,000/- (Rupees Seven Hundred Fifty Crore only)**.

The proposed enhancement will enable the Board of Directors to create appropriate mortgage(s), charge(s), lien(s) and/or hypothecation(s) on the movable and/or immovable properties and/or undertaking(s) of the Company, whether present or future, in favour of banks, financial institutions, NBFCs, lenders, debenture trustees, other financing agencies and/or such other persons or entities as may be determined by the Board, for securing the borrowings and financial facilities availed or to be availed by the Company from time to time.

The proposed limit is intended to provide the Company with the necessary headroom to secure its present and future borrowing requirements and to facilitate timely access to funds without having to seek Members' approval on each occasion, subject to the overall limit approved by the Members and applicable provisions of the Companies Act, 2013 and other applicable laws.

It is clarified that the proposed enhancement of the limit is only for the purpose of enabling the Company to create security over its assets and undertaking(s) for securing borrowings and financial facilities and does not, by itself, constitute or authorise any actual borrowing or disposal of the assets or undertaking(s) of the Company. The actual borrowings, creation of security and the terms and conditions thereof shall be undertaken by the Board of Directors in accordance with the applicable provisions of law and in the best interests of the Company.

Accordingly, the Board of Directors recommends that the existing approval granted by the Members on 31st March, 2025 be superseded and the limit for creation of mortgage(s), charge(s), lien(s) and/or hypothecation(s) be enhanced to an aggregate amount of ₹ **750,00,00,000/- (Rupees Seven Hundred Fifty Crore only)**.

Pursuant to Section 180(1)(a) and other applicable provisions of the Companies Act, 2013, the consent of the Members by way of a **Special Resolution** is required for enabling the Board of Directors to exercise the aforesaid powers within the enhanced limit.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 9 of the Notice, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval of the Members.

ITEM NO. 10

To set the borrowing limits of the company under section 180(1)(c) of the companies act, 2013:

The Members of the Company, at the Extra-Ordinary General Meeting held on **31st March, 2025**, had accorded their consent to the Board of Directors of the Company, pursuant to the provisions of **Section 180(1)(c)** and other applicable provisions of the Companies Act, 2013, to borrow monies from time to time, notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, may exceed the aggregate of the Company's **paid-up share capital, free reserves and securities premium**, up to an aggregate limit of ₹ **200,00,00,000/- (Rupees Two Hundred Crore only)**.

The Company is presently undertaking and evaluating various business expansion and growth initiatives and may require additional financial resources from time to time for meeting its working capital requirements, capital expenditure, expansion of existing business operations, acquisition of assets, development of new business opportunities, strategic initiatives and other general corporate purposes.

In view of the Company's present scale of operations and anticipated future funding requirements, the existing borrowing limit of ₹ 200 crore may not provide adequate financial flexibility to meet the Company's medium-term and long-term requirements. The Company may, therefore, need to raise additional funds through various permissible modes of financing, including term loans, working capital facilities, loans and advances, other credit facilities and such other financial arrangements as may be appropriate from banks, financial institutions, NBFCs, lenders and other financing agencies, subject to applicable laws and approvals.

Accordingly, with a view to ensuring adequate financial flexibility and enabling the Company to meet its present and future funding requirements in a timely manner, the Board of Directors, at its meeting held on **07th September, 2026**, has recommended enhancement of the existing borrowing limit from

₹ 200,00,00,000/- (Rupees Two Hundred Crore only) to ₹ 750,00,00,000/- (Rupees Seven Hundred Fifty Crore only).

The proposed enhancement will enable the Board of Directors to borrow monies from time to time, as may be required for the business operations, expansion, growth and other legitimate requirements of the Company, notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, may exceed the aggregate of the Company's paid-up share capital, free reserves and securities premium.

The proposed enhanced borrowing limit is intended to provide the Company with sufficient headroom to access debt and other permissible forms of financing as and when required, without the need to seek Members' approval on each occasion, subject to the overall limit approved by the Members and compliance with the applicable provisions of the Companies Act, 2013 and other applicable laws.

It is clarified that the proposed enhancement of the borrowing limit is a maximum enabling limit and does not imply that the Company will necessarily borrow the entire amount. The actual amount of borrowing, the mode of financing, tenure, interest rate, repayment terms, security and other terms and conditions shall be determined by the Board of Directors, based on the Company's requirements and prevailing market conditions, and in the best interests of the Company.

Pursuant to the provisions of **Section 180(1)(c)** and other applicable provisions of the Companies Act, 2013, the consent of the Members by way of a **Special Resolution** is required to enable the Board of Directors to exercise the aforesaid borrowing powers beyond the aggregate of the Company's paid-up share capital, free reserves and securities premium, within the enhanced limit proposed herein.

Accordingly, it is proposed to supersede the earlier approval granted by the Members on **31st March, 2025** and enhance the borrowing limit of the Company to an aggregate amount of **₹ 750,00,00,000/- (Rupees Seven Hundred Fifty Crore only)**.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at **Item No. 10** of the Notice, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 10 of the Notice for approval of the Members.

ITEM NO. 11

To approve loans, investments, guarantee or security under section 185 of the companies act, 2013:

The Members of the Company, at the Extra-Ordinary General Meeting held on **31st March, 2025**, had accorded their approval pursuant to Section 185 of the Companies Act, 2013, for advancing loans, giving guarantees or providing securities in connection with loans taken/ to be taken by persons in whom the Directors of the Company are interested, as specified in the Explanation to Section 185(2) of the Act, up to an aggregate amount of **₹ 50,00,00,000/- (Rupees Fifty Crore only)**.

Considering the Company's business requirements and to provide adequate flexibility to support the operations and funding requirements of entities in which the Directors may be interested, the Board of Directors, at its meeting held on **07th September, 2026**, has recommended enhancement of the said limit to **₹ 100,00,00,000/- (Rupees One Hundred Crore only)**, in supersession of the earlier approval dated 31st March, 2025. Such loans, guarantees or securities shall be utilized by the borrowing company for its principal business activities, in accordance with the applicable provisions of law.

Pursuant to Section 185 of the Companies Act, 2013 and other applicable provisions, the approval of the Members by way of a **Special Resolution** is required for exercising the aforesaid powers.

Except to the extent of the Directors who may be interested in the companies/bodies corporate/persons to whom such loans, guarantees or securities may be extended, none of the Directors, Key Managerial Personnel or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at **Item No. 11** of the Notice.

The Board recommends the **Special Resolution** set out at Item No. 11 of the Notice for approval of the Members.

ITEM NO. 12

To approve the investment(s), loans, guarantees and security in excess of limits specified under section 186 of the companies act, 2013:

The Members of the Company, at the Extra-Ordinary General Meeting held on **31st March, 2025**, had accorded their approval pursuant to Section 186 of the Companies Act, 2013, for making investments, giving loans, guarantees or providing securities in excess of the limits specified under the said Section, up to an aggregate amount of **₹ 50,00,00,000/- (Rupees Fifty Crore only)**.

Considering the Company's growth plans, business requirements and future funding opportunities, the Board of Directors, at its meeting held on **07th September, 2026**, has recommended enhancement of the said limit to ₹ **100,00,00,000/- (Rupees One Hundred Crore only)**, in supersession of the earlier approval dated 31st March, 2025. The enhanced limit will enable the Company to make investments and provide loans, guarantees or securities, as may be required from time to time, in the ordinary course of business and in furtherance of its corporate objectives.

Pursuant to Section 186 of the Companies Act, 2013 read with the applicable rules, the approval of the Members by way of a **Special Resolution** is required for making such investments, loans, guarantees or providing securities beyond the prescribed limits.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at **Item No. 12** of the Notice, except to the extent of their respective shareholding, if any, in the Company or in the bodies corporate in which such investments may be made or to which such loans, guarantees or securities may be extended.

The Board recommends the **Special Resolution** set out at Item No. 12 of the Notice for approval of the Members.

ITEM NO. 13

Approval of Related Party Transactions between the Company and Synergy Trade Link DMCC:

The Company, in the ordinary course of its business, proposes to enter into and/or continue arrangements, contracts, agreements and/or transactions with **Synergy Trade Link DMCC**, being a **Related Party of the Company**, from time to time, as may be required for the business operations of the Company.

The proposed transactions may include such transactions as are covered under **Section 188 of the Companies Act, 2013** and the applicable rules made thereunder. The transactions are proposed to be undertaken on such terms and conditions as may be mutually agreed between the Company and Synergy Trade Link DMCC and in the ordinary course of business and on an arm's length basis, wherever applicable.

The aggregate value of the proposed transactions with **Synergy Trade Link DMCC shall not exceed ₹ 600,00,00,000/- (Rupees Six Hundred Crore Only) per financial year** during the period for which the approval is sought, i.e., for **five (5) financial years commencing from financial year 2026-27 and ending with financial year 2030-31**. The approval of the Members is being sought in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Audit Committee has reviewed and approved the proposed Related Party Transactions and the Board of Directors has considered and recommended the proposed resolution for approval of the Members.

The proposed transactions are intended to facilitate the smooth conduct of the Company's business and are in the interest of the Company. The Board is of the opinion that entering into such transactions with Synergy Trade Link DMCC is in the best interests of the Company.

The particulars of the proposed transaction, as required under the applicable provisions of the Companies Act, 2013, are as follows:

Particulars	Details
Name of the Related Party	Synergy Trade Link DMCC
Name of the Director or Key Managerial Personnel who is related, if any	Mr. Mohit Jindal
Nature of Relationship	Enterprise over which KMP or their relative are able to exercise significant influence
Nature, material terms, monetary value and particulars of the contract or arrangement;	The proposed transactions comprise arrangements/contracts/agreements/ transactions to be entered into and/or continued with **Synergy Trade Link DMCC** from time to time, on such terms and conditions as may be mutually agreed between the Company and Synergy Trade Link DMCC, subject to the applicable provisions of law. The aggregate monetary value of such transactions shall **not exceed ₹ 600,00,00,000/- (Rupees Six Hundred Crore Only) per financial year** during the period for which the approval is sought, i.e., for **five (5) financial years commencing from financial year 2026-27 and ending with financial year 2030-31.** The transactions are proposed to be undertaken in the ordinary course of business of the Company and may comprise such arrangements/contracts/transactions as may be required for the business operations of the Company.
Other relevant/important information	The proposed transactions are intended to facilitate the business operations of the Company. The transactions shall be undertaken on such terms as may be mutually agreed and in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder. The Audit Committee has approved the proposed transactions and the Board of Directors has recommended the resolution for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives, **except to the extent of their interest, if any, in the Related Party**, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the **Ordinary Resolution** set out at Item No. 13 of the Notice for approval of the Members.

ITEM NO. 14

Approval of Related Party Transactions between the Company and A.M Agrovet

The Company, in the ordinary course of its business, proposes to enter into and/or continue arrangements, contracts, agreements and/or transactions with **A.M Agrovet**, being a **Related Party of the Company**, from time to time, as may be required for the business operations of the Company.

The proposed transactions may include such transactions as are covered under **Section 188 of the Companies Act, 2013** and the applicable rules made thereunder. The transactions are proposed to be undertaken on such terms and conditions as may be mutually agreed between the Company and **A.M Agrovet**, subject to the applicable provisions of law.

The aggregate value of the proposed transactions with **A.M Agrovet shall not exceed ₹ 75,00,00,000/- (Rupees Seventy-Five Crore Only) per financial year** during the period for which the approval is sought, i.e., for **five (5) financial years commencing from financial year 2026-27 and ending with financial year 2030-31**. The approval of the Members is being sought in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Audit Committee has reviewed and approved the proposed Related Party Transactions and the Board of Directors has considered and recommended the proposed resolution for approval of the Members.

The proposed transactions are intended to facilitate the smooth conduct of the Company's business and are in the interest of the Company. The Board is of the opinion that entering into such transactions with **A.M Agrovet** is in the best interests of the Company.

The particulars of the proposed transaction, as required under the applicable provisions of the Companies Act, 2013, are as follows:

Particulars	Details
Name of the Related Party	A.M Agrovet
Name of the Director or Key Managerial Personnel who is related, if any	Mr. Mohit Jindal & Mrs. Sunita Rani
Nature of Relationship	Enterprise over which KMP or their relative are able to exercise significant influence
Nature, material terms, monetary value and particulars of the contract or arrangement	The proposed transactions comprise arrangements/contracts/agreements/transactions to be entered into and/or continued with A.M Agrovet from time to time, on such terms and conditions as may be mutually agreed between the Company and **A.M Agrovet,** subject to the applicable provisions of law. The aggregate monetary value of such transactions shall **not exceed ₹ 75,00,00,000/- (Rupees Seventy-Five Crore Only) per financial year** during the period for which the approval is sought, i.e., for **five (5) financial years commencing from financial year 2026-27 and ending with financial year 2030-31.** The transactions are proposed to be undertaken in the ordinary course of business of the Company and may comprise such arrangements/contracts/transactions as may be required for the business operations of the Company.
Other relevant/important information	The proposed transactions are intended to facilitate the business operations of the Company. The transactions shall be undertaken on such terms as may be mutually agreed and in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder. The Audit Committee has approved the proposed transactions and the Board of Directors has recommended the resolution for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives, **except to the extent of their interest, if any, in the Related Party**, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the **Ordinary Resolution** set out at Item No. 14 of the Notice for approval of the Members.

ITEM NO. 15

Approval of Related Party Transactions between the Company and Sandhu Rice Mills:

The Company, in the ordinary course of its business, proposes to enter into and/or continue arrangements, contracts, agreements and/or transactions with **Sandhu Rice Mills**, being a **Related Party of the Company**, from time to time, as may be required for the business operations of the Company.

The proposed transactions may include such transactions as are covered under **Section 188 of the Companies Act, 2013** and the applicable rules made thereunder. The transactions are proposed to be undertaken on such terms and conditions as may be mutually agreed between the Company and **Sandhu Rice Mills**, subject to the applicable provisions of law.

The aggregate value of the proposed transactions with **Sandhu Rice Mills shall not exceed ₹ 75,00,00,000/- (Rupees Seventy-Five Crore Only) per financial year** during the period for which the approval is sought, i.e., for **five (5) financial years commencing from financial year 2026-27 and ending with financial year 2030-31**. The approval of the Members is being sought in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Audit Committee has reviewed and approved the proposed Related Party Transactions and the Board of Directors has considered and recommended the proposed resolution for approval of the Members.

The proposed transactions are intended to facilitate the smooth conduct of the Company's business and are in the interest of the Company.

The particulars of the proposed transaction, as required under the applicable provisions of the Companies Act, 2013, are as follows:

Particulars	Details
Name of the Related Party	Sandhu Rice Mills
Name of the Director or Key Managerial Personnel who is related, if any	Mr. Mohit Jindal & Mrs. Sunita Rani
Nature of Relationship	Enterprise over which KMP or their relative are able to exercise significant influence
Nature, material terms, monetary value and particulars of the contract or arrangement	The proposed transactions comprise arrangements/contracts/agreements/ transactions to be entered into and/or continued with Sandhu Rice Mills from time to time, on such terms and conditions as may be mutually agreed between the Company and **Sandhu Rice Mills,** subject to the applicable provisions of law. The aggregate monetary value of such transactions shall **not exceed ₹ 75,00,00,000/- (Rupees Seventy-Five Crore Only) per financial year during the period for which the approval is sought, i.e., for five (5) financial years commencing from financial year 2026-27 and ending with financial year 2030-31.** The transactions are proposed to be undertaken in the ordinary course of business of the Company and may comprise such arrangements/contracts/transactions as may be required for the business operations of the Company.
Other relevant/important information	The proposed transactions are intended to facilitate the business operations of the Company. The transactions shall be undertaken on such terms as may be mutually agreed and in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder. The Audit Committee has approved the proposed transactions and the Board of Directors has recommended the resolution for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives, **except to the extent of their interest, if any, in the Related Party**, is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the **Ordinary Resolution** set out at Item No. 15 of the Notice for approval of the Members.

ITEM NO. 16

To consider and approve change in designation of Mrs. Sunita Rani (DIN: 08938748) from Executive Director to Whole-time Director of the Company:

Mrs. Sunita Rani (DIN: 08938748) is presently serving as an Executive Director of the Company. In view of her experience, involvement and contribution to the affairs of the Company, the Board of Directors considers it appropriate to designate her as the Whole-time Director of the Company so as to enable her to continue to contribute towards the management and affairs of the Company in a more responsible and effective manner.

Recognizing the value of her experience, association and contribution to the Company, and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 07th September, 2026, approved the change in designation of Mrs. Sunita Rani from Executive Director to Whole-time Director of the Company, for a period of 3 (three) years with effect from 07th September, 2026, liable to retire by rotation, on the following broad terms and conditions of appointment and remuneration payable to her as the Whole-time Director of the Company:

Particulars	Details
Designation	Whole-time Director
Tenure	For a period of **3 (three) years,** effective from 07th September, 2026
Remuneration	₹ **3,70,000/- (Rupees Three Lakhs Seventy Thousand only) per month,** including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment(s) from time to time as the Board (including Committee(s) may, in its discretion, determine, **provided that the total monthly remuneration shall not exceed ₹ 12,00,000/- (Rupees Twelve Lakhs only)**
Perquisites	The following perquisites shall be allowed, which will be included in the gross remuneration except those prescribed under Section IV of Part II of Schedule V of the Companies Act, 2013: (i) Gratuity payable shall be in accordance with the applicable rules of the Company and the provisions of the Companies Act, 2013; (ii) (Earned leave on full pay and allowances as per the rules of the Company; leave accumulated shall be encashable at the end of the tenure, if any, and will not be included in the computation of the ceiling of perquisites.

The resolution stated above may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

Mrs. Sunita Rani has given her consent to act as the Whole-time Director of the Company and has confirmed that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), the requisite particulars of Mrs. Sunita Rani are given in this AGM Notice as "Annexure A".

The Company has also received a declaration from **Mrs. Sunita Rani**, confirming that she is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

Except for **Mrs. Sunita Rani**, no other Director, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No. 16 of the Notice.

The Board recommends the Special Resolution set out at Item No. 16 of the Notice for approval of the Members.

By order of the Board
For SK Minerals & Additives Limited

Priyanka Arora
Company Secretary
ICSI Membership No. A-65533

Date: 07.09.2026
Place: Khanna

Annexure- A to Notice

Details of Directors seeking appointment/ re-appointment at the Annual General Meeting (Pursuant to Regulation 36 (3) of the Listing Regulations

Particulars	Mrs. Sunita Rani	Mr. Rohit Jindal	Mr. Shubham Jindal
DIN	08938748	06856831	08938747
Age (years)	59	38	30
Qualification	Graduate	Graduate	Graduate
Nature of expertise in specific functional areas	Administration, Communication, Organisational Management, and Leadership Development.	Production Management, Research & Development, Procurement, Sourcing, Production Planning, Supply Chain Management, Manufacturing Operations and Business Development.	International Trading, Import & Merchant Trading, Sales, Business Development, Customer Relationship Management, International Markets and Strategic Business Development
Terms and Conditions of Appointment/Re-appointment	Whole-time Director, for 3 years, liable to retire by rotation	Whole-time Director, for 3 years, liable to retire by rotation	Whole-time Director, for 3 years, liable to retire by rotation
Names of other listed entities in which the person also holds Directorship	Nil	Nil	Nil
Membership of Committees of the Board of other Listed Entities	Nil	Nil	Nil