RAJDARSHAN INDUSTRIES LIMITED

CIN: L14100RJ1980PLC002145

Regd. Office: 59, Moti Magri Scheme, Udaipur 313001, Rajasthan INDIA, **Tel.** 0294-2427999

Web: www.rajdarshanindustrieslimited.com, **Email:** info@rajdarshanindustrieslimited.com

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Forty Fifth (45th) ANNUAL GENERAL MEETING** of the members of Rajdarshan Industries Limited will be held on **Wednesday, September 30, 2026 at 1.00 P.M. IST** through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM'), to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at 59, Moti Magri Scheme, Udaipur-313001 (Rajasthan).

Ordinary Business:

1. **To receive, consider and adopt:**

   a. the Audited Standalone Financial Statements of the Company consisting of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors report thereon; to consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT the audited Standalone financial statements of the Company consisting of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the reports of the Board of Directors and the Auditors report, as circulated to the Members, be and are hereby considered and adopted."

   b. the Audited Consolidated Financial Statements of the Company consisting of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the Auditors' Report thereon; to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** the audited Consolidated financial statements of the Company consisting of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date and the Explanatory Notes annexed to, and forming part of, any of the said documents together with the Auditors report, as circulated to the Members, be and are hereby considered and adopted.

2. **To re-appoint Mr. Devendra Sharma as a Director, liable to retire by rotation**

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

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Devendra Sharma (DIN: 00921174), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company (designated as Managing Director), liable to retire by rotation."

Special Business:

3. **Reappointment of Mrs. Aruna Doshi (DIN: 00949220) as the 'Whole-time Director' of the Company**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (hereinafter referred to as "the Act") and Rules framed thereunder and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations"), including any statutory modification(s) or re-enactment(s) thereof, and subject to such approvals as may be necessary, the consent of the Members be and is hereby accorded for the re-appointment of Mrs. Aruna Doshi (DIN: 00949220), who has attained the age of 71 years as the 'Whole-time Director' of the Company for a further period of 3 (Three) years with effect from April 01, 2027, on the terms and conditions including terms of remuneration as specified in the Agreement dated August 14, 2026 executed between the Company and Mrs. Aruna Doshi.

RESOLVED FURTHER THAT Mrs. Aruna Doshi shall be liable to retire by rotation at the Annual General Meeting in accordance with the provisions of Section 152 of the Act and such retirement shall not result in any break in her office as the 'Whole-time Director' of the Company, if she is re-appointed at the same meeting at which she retires by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to alter, vary and/or modify the terms and conditions of re-appointment including remuneration /remuneration structure of Mrs. Aruna Doshi and to determine her rights, duties and powers in such a manner as may be agreed to between the Board of Directors and Mrs. Aruna Doshi, without seeking any further approval of Members and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and desirable to give effect to this resolution."

4. **Approval of Material Related Party Transactions**

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

"RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") and the applicable provisions of Section 188 of the Companies Act, 2013 (the "Act"), if any, and to the extent applicable, and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any amendments, statutory modifications and/or re-enactments thereof for the time being in force, read with the Company's Policy on dealing with Related Party Transactions, and subject to such other laws, rules and regulations as may be applicable in this regard and basis the recommendation/approval of the Audit Committee/Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors (the "Board", which term shall include any of the committees thereof) for the Company to enter/ continue to enter into any and all material related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions taken together with Madhav Surfaces FZC LLC, a related party of the Company and a 'related party' as defined in Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, inter-alia, for sale of Quartz grit, powder and consumables on commission basis on such material terms and conditions as detailed in the explanatory statement to this Resolution and as may be mutually agreed between Madhav Surfaces (FZC), LLC and the Company, PROVIDED HOWEVER THAT the aggregate outstanding amount of all such material related party transactions/contracts/ arrangements shall not, at any point of time, exceed INR 5 Crores (Indian Rupees Five Crores only) as per details mentioned in the explanatory statement, AND THAT such transactions/contracts/arrangements shall be carried out in the ordinary course of business of the Company and at arm's length basis or otherwise as permissible under applicable law."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give full effect to this resolution and matters connected therewith or incidental thereto including settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all decisions from powers herein conferred to, without being required to seek any further consent/approval from the Members of the Company."

5. Continuation of Mr. Devendra Sharma (DIN: 00921174) as a Managing Director of the Company on attaining the age of seventy years

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

"RESOLVED THAT pursuant to Section 196(3), 197, 198 and 203 and other applicable provisions read with Schedule V of Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including statutory amendments or reenactments thereof for the time being in force), and on the recommendation of Nomination and Remuneration Committee and as approved by the Board of Directors of the Company at its meeting held on August 13, 2026, the approval of the Members of the Company be and is hereby accorded for continuation of employment of Mr. Devendra Sharma Managing Director of the company even after attaining the age of 70(seventy) years during his current term of appointment.

RESOLVED FURTHER THAT the terms and condition for Mr. Devendra Sharma (DIN: 00921174) as Managing Director of the Company will be the same as it was approved pursuant to approval of Members of the Company in the Annual General Meeting Company held on September 30, 2025 for his appointment as Managing Director of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By order of the Board

For **Rajdarshan Industries Ltd.**

Kalp Shri Vaya

Udaipur, August 14, 2026

Company Secretary

Notes:

1. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 3/2025 dated 22nd September 2025, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, and Circular No. SEBI/HO/CFD/CFDPoD-2/P/ CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India ("SEBI") ("the Circulars"), companies are allowed to hold Annual General Meeting ("AGM") through Video Conference ("VC") till further order, without the physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
2. An Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item No. 3 to 5 of the Notice is annexed hereto.
3. In accordance with the Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India (ICSI) read with Clarification/Guidance on applicability of Secretarial Standards-1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. 59, Moti Magri Scheme, Udaipur -313001, Rajasthan which shall be the venue of the AGM. Since the AGM will be held through VC, the Route Map for the Venue of the Meeting is not annexed in this Notice.
4. Generally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. All documents referred to in the AGM Notice will be available electronically for inspection by the members, from the date of circulation of this Notice upto the date of AGM, i.e. Wednesday, September 30, 2026. Members seeking inspection of the aforementioned documents can send an email : info@rajdarshanindustrieslimited.com
6. 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, Stakeholders Relationship Committee and Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. Participation of Members through VC/OAVM shall be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
8. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process and instructions for remote e-voting are provided in the subsequent pages. Such remote e-voting facility is in addition to voting that will take place at the AGM being held through VC.
9. Members joining the meeting through VC, who have not already cast their vote by means of remote

e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

10. Members who hold shares in dematerialised form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant(s) and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participant(s). The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of Dividend, the Registrar and Share Transfer Agent is obliged to use only the data provided by the Depositories, in case of such dematerialised shares.

11. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant(s), as the case may be:

    a) the change in the residential status on return to India for permanent settlement, and

    b) the particulars of the NRE account with a Bank in India, if not furnished earlier

12. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated 31st July 2023, and SEBI/ HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated 4th August 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated 31st July 2023 (updated as on 28th December 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market and has specified that shareholders shall first take-up their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through SCORES portal. Pursuant to abovementioned circulars, post exhausting the option to resolve the grievances with the RTA/ Company directly and through existing SCORES platform, if a shareholder(s) is not satisfied with the outcome, he/ she/ they can initiate dispute resolution through the ODR Portal (https://smartodr.in/login)

13. The results declared along with the Scrutiniser's Report shall be placed on the Company's website www.rajdarshanindustrieslimited.com and on the website of CDSL www.evotingindia.com. The same shall also be communicated to BSE and National Stock Exchange of India Limited, where the shares of the Company are listed.

14. Corporate Members are required to access the link www.evotingindia.com and upload a certified copy of the Board resolution authorising their representative to vote on their behalf. Institutional investors are encouraged to attend and vote at the meeting through VC.

15. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

16. In line with the MCA Circulars and SEBI Circulars, the Notice of the AGM along with Explanatory Statement is being sent only through electronic mode to those Members whose e- mail addresses are registered with the Company/Depositories. The Notice convening the AGM along with Explanatory Statement has been uploaded on the website of the Company at www.rajdarshanindustrieslimited.com under 'Investor Relations' section and same can also be accessed on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and the Notice is also available on the website of CDSL at www.evotingindia.com.

17. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) by writing to the Company's Registrar and Share Transfer Agent, Ankit Consultancy Private Limited, 60, Electronic Complex, Pardeshipura, Indore – 452001, Madhya Pradesh.

18. In compliance with 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 the SEBI Listing Regulations, as amended and MCA Circulars, 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 entered into an agreement with Central Depository Services (India) Limited (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 system as well as e-Voting during the AGM will be provided by CDSL. Dr. Ronak Jhuthawat (Certificate of Practice No.-12094) of M/s Ronak Jhuthawat & Co., Company Secretary as the Scrutiniser to scrutinize the e-Voting process in a fair and transparent manner.

19. 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 during the AGM.

20. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on Wednesday, September 23, 2026 (cut-off date) shall be entitled to avail the facility of remote e-Voting before as well as during the AGM. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

21. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date should follow the same procedure of e-Voting as mentioned below.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the Voting system on the date of the AGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.

The remote e-Voting period commences on Sunday, September 27, 2026 (9.00 A.M. IST) and ends on Tuesday, September 29, 2026 (5.00 P.M. IST). During this period, Members holding shares either in physical mode or in demat mode, as on Wednesday, September 23, 2026 i.e., cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. A person who is not a member as on the Cut-off date should treat Notice of this Meeting for information purposes only. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e., Wednesday, September 23, 2026

Any person or non-individual Shareholders (in physical mode/ demat mode) who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow the steps mentioned below.

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

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e- Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	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 & New System Myeasi 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 & New System Myeasi 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 link in 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members holding securities in demat mode with NSDL	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) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members holding securities in demat mode with NSDL	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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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 mode with CDSL by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk mode with NSDL by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

Step 2: Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and non- Individual Shareholders in demat mode.

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

ii. Click on Shareholders tab/ module.

iii. Now Enter your User ID

iv. For CDSL: 16 digits beneficiary ID,

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

vi. Members holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

ix. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form (other than Individuals) and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members 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 Date of Birth (DOB) demat account or in the Company's 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.

x. After entering these details appropriately, click on "SUBMIT" tab.

xi. Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in Demat mode 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 account 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.

xii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xiii. Click on the EVSN for the relevant <Company Name> on which you choose to vote.

xiv. 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.

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

xvi. 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.

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

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

xix. 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 and enter the details as prompted by the system.

Additional Facility for Non – Individual Members and Custodians – Remote e-Voting

- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. 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 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 at their email address, 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 Members voting on the day of the AGM on e-voting system are as under: -

i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

ii. 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.

iii. 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.

iv. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting

v. 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.

vi. 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 at least seven 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 seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at info@rajdarshanindustrieslimited.com. These queries will be replied to by the company suitably by email.

vii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

viii. Only those Members/ Members, who will be present in the AGM 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 in the AGM.

ix. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility , then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.

x. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Instructions for members for attending the AGM through VC / OAVM are as under:

i. Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Members may access the same at https://www.evotingindia.com under Members / members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

ii. Members are encouraged to join the Meeting through Laptops/Personal Computers for better experience. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.

iii. 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.

iv. Members who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request eight days prior to Meeting mentioning their name, demat account number/folio number, email id, mobile number at info@rajdarshanindustrieslimited.com and register themselves as speaker. Only those who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.

The Company has appointed Dr. Ronak Jhuthawat (Certificate of Practice No.-12094) Partner of M/s Ronak Jhuthawat & Co., Company Secretary as the Scrutiniser, to scrutinise the voting process in a fair and transparent manner. The Scrutiniser shall, immediately after the conclusion of Electronic Voting (hereinafter referred to as ‘e-voting’) during the Meeting, count the e-votes cast and shall submit a Consolidated Scrutiniser’s Report of the total e-votes cast in favour or against, if any, not later than two days from the conclusion of the Meeting to the Chairman of the Company or any person authorised by the Chairman in writing. The Chairman or any other authorised person, as the case may be, shall declare the result of the voting forthwith.

The results along with the Scrutiniser's Report will be placed on the Company's website at www.rajdarshanindustrieslimited.com and on the CDSL's website at www.evotingindia.com, immediately after the result is declared by the Chairman or any other authorised person, as the case may be, and the same shall be communicated to the Stock Exchanges, where the shares of the Company are traded. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. Wednesday, September 30, 2026.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item No. 3

To consider and approve the Re-appointment of Smt. Aruna Doshi (DIN: 00949220) as Whole Time Director:

Mrs. Aruna Doshi is associated with the Company since 2018 and on the recommendation of the Nomination & Remuneration Committee was appointed as Whole Time Director by the Board of Directors of the Company at their meeting held on May 26, 2021 and by the members of the Company at their AGM held on September 30, 2021. Her re-appointment for a further period of three years was approved by the Board on 02 September effective from April 01, 2024 upto March 31, 2027 and by the Members at their meeting held on September 29, 2023.

The Board of Directors at their meeting held on August 14, 2026 approved re-appointment of Mrs. Aruna Doshi for a further period of three years effective from April 01, 2027 subject to the approval of the Members at this Annual General Meeting.

Ms. Doshi has attained the age of 71 years. In terms of Section 196(3) of the Companies Act, 2013, no company shall continue the employment of any person as a whole-time director who has attained the age of seventy years unless such appointment is approved by the members by way of a **special resolution**, in which case the explanatory statement annexed to the notice for such motion must indicate the justification for appointing such person.

Justification for the re-appointment: Considering her rich and diverse experience in strategic and corporate planning, risk management, leadership, and corporate governance, and her significant and continuing contribution to strengthening the Company's policy framework and operational efficiency over the years, the Board of Directors is of the view that her continued association as Whole Time Director is in the best interest of the Company. Accordingly, the Board recommends her re-appointment for approval of the Members by way of a Special Resolution.

In view of her extensive experience and valuable contribution towards improving the Company's operational performance, and upon the recommendation of the Nomination and Remuneration Committee ('NRC') and the Board of Directors, it is proposed to the members that Mrs. Aruna Doshi be re-appointed as Whole Time Director of Rajdarshan Industries Limited for a further term of three (3) years.

Smt. Aruna Doshi satisfies all the conditions set out in Part-I of Schedule V to the Act, as also the conditions set out under sub-section (3) of Section 196 of the Act, for being eligible for her re-appointment. She is not debarred from being re-appointed pursuant to any order of SEBI or any other authority, and is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

The re-appointment of Mrs. Aruna Doshi and the remuneration payable is subject to approval by the Company's shareholders, as per the relevant provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations.

The material terms of re-appointment and remuneration as contained in the agreement are given below:-

1. **Tenure of re-appointment**: Three (3) years commencing from April 01, 2027
2. The period of office of Mrs. Aruna Doshi shall be liable to determination by retirement of directors by rotation.

3. **Remuneration:**

(i) **Basic Salary**: Rs.50,000/- per month with the authority to the Board to determine any merit-based increase from time to time on the recommendation/approval of the Nomination and Remuneration Committee.

(ii) **Performance Bonus / Incentive:** Annual Performance Bonus / Incentive as may be approved by the Board based on the performance criteria laid down by the Company.

(iii) **Perquisites& Allowance:** In addition to salary and bonus, the following perquisites shall be paid, which are as follows:

- **Medical/Personal Accident Insurance:** Premium not to exceed Rs.50000/- per annum.
- **Reimbursement of Medical Expenses:** Equal to one month Salary
- **Company's Contribution towards Provident Fund Superannuation Fund:** Company's Contribution towards Provident Fund and Superannuation Fund will be as per the rules of the Company.
- **Gratuity:** Gratuity will be payable as per Rules of the company.
- Provision for use of Car with Driver for Business Use.
- Provision for Telephone at residence (including payment of local call and long distance call)

In the event of absence or inadequacy of profits in any financial year during the period of payment of remuneration to Mrs. Aruna Doshi, the overall remuneration as provided above will be paid as the minimum remuneration notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act or under the provisions of the Listing Regulations or under any other laws for the time being in force, if any.

Except Smt. Aruna Doshi, the appointee and Mr. Madhav Doshi, Son of Smt. Aruna Doshi and Non-Executive Director, none of the other Directors and Key Managerial Personnel are interested financially or otherwise, in the resolution at Item. No.3 of the accompanying Notice.

Remuneration payable to her is commensurate with her abilities and experience and, accordingly, Board commends the resolution at Item No.3 of the accompanying Notice for approval by the members.

Statement containing the information as required under Section II of Part II of Schedule V of the Companies Act, 2013:

I. General Information:

(i) Nature of Industry: Trading of Marbles , Granites and Raw Material of Quartz

(ii) Date or expected date of Commencement of Commercial production:

The Company is an existing Company and has already commenced its business.

(iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable

(iv) Financial performance (Standalone) based on given indicators as per audited financial results for the year ended March 31, 2026:

Particulars	Amount in Lakhs
Gross Turnover and Other Income	97.24
Net Profit/Loss	(17.31)
Net Worth	2042.61

(**v**) **Foreign investments or collaborations, if any**: Not applicable

II Information about the appointee:

(i) Background details: As given in Explanatory Statement to Resolution No. 3 and as given in Annexure A attached to this Notice

(ii) Past Remuneration:

Remuneration paid to Smt. Aruna Doshi for the period from April 01, 2025 to March 31, 2026 is Rs. 6.5 Lakh.

(iii) Recognition or awards: NIL

(iv) Job profile and his suitability:

Smt. Aruna Doshi continues to play an important role in the overall management and affairs of the Company. She is actively involved in policy planning, business strategy, vision, and long-term developmental initiatives aimed at sustainable growth of the Company. Her experience, guidance and leadership have contributed to the effective functioning and overall development of the Company. She possesses strong management, leadership and strategic decision-making skills, and her continued association with the Company is considered valuable and aligned with its organizational requirements and future growth objectives.

(v) Remuneration proposed:

Details forms part of the Explanatory Statement.

(vi) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

The proposed remuneration of Smt. Aruna Doshi is commensurate with her role, responsibilities, experience and contribution to the Company and is in line with the remuneration levels prevailing in the industry for similar positions. The proposed remuneration is also within the limits prescribed under the applicable provisions of the Companies Act, 2013, including Schedule V, and is considered appropriate having regard to the size, operations and financial position of the Company.

(vii) Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any:

Apart from the remuneration proposed to be paid to her, Smt. Aruna Doshi holds 12,46,123 equity shares in the Company. Further, Mr. Madhav Doshi, Non-Executive Director of the Company, is the son of Smt. Aruna Doshi. Except as stated above, there is no other pecuniary relationship of Smt. Aruna Doshi with the Company or its managerial personnel.

III. Other Information

i) Reasons of loss or inadequate profits

The Company is primarily engaged in the trading of quartz raw material, and its performance is closely linked to global demand-supply dynamics and pricing trends in this commodity. During the year under review, the Company's trading operations were adversely affected by a challenging global trade environment, including elevated freight and logistics costs, geopolitical tensions, rising international interest rates, and tighter tariff structures in key markets. Continued volatility in foreign exchange rates against the US Dollar also impacted order realizations and margins on export/import trade transactions.

These factors collectively resulted in a decline in revenue from operations to Rs. 97.24 Lakhs from Rs. 209.93 Lakhs in the previous year, and the Company reported a net loss after tax of Rs. 17.31 Lakhs (Standalone) for the year, as against a net profit of Rs. 23.45 Lakhs in the previous year.

ii) Steps taken or proposed to be taken for improvement

The Company is actively working to diversify its supplier and customer base to reduce dependence on any single geography or source, thereby mitigating supply-side and pricing risks. Management is also focused on improving procurement efficiency, negotiating better terms with suppliers and logistics partners, and controlling overhead costs. Efforts are underway to strengthen relationships with existing buyers and identify new markets to rebuild trading volumes.

iii) Expected increase in productivity and profits in measurable terms etc

The Company expects that stabilization of global trade conditions, improved availability of quartz raw material at competitive prices, and the cost-optimization measures being implemented should support a gradual improvement in trading volumes and margins going forward. Given the inherent uncertainty in global commodity trade and currency movements, the Company is not in a position to provide specific measurable projections at this stage, but remains focused on improving profitability in the ensuing financial year(s).

Item No. 4

The Company, in the ordinary course of its business, proposes to enter into and/or continue various related party transactions with its subsidiaries, associate companies and group companies. In terms of Regulation 23(4) of the SEBI Listing Regulations, all material related party transactions require approval of the Members by way of a resolution, notwithstanding that such transactions are in the ordinary course of business and at arm's length basis. The Audit Committee and the Board of Directors of the Company have reviewed and approved the proposed related party transactions, subject to the approval of the Members.

"Regulation 23(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended by the SEBI (Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2025, requires that a related party transaction be treated as "material" if the transaction(s) to be entered into individually, or taken together with previous transactions during a financial year with the same related party, exceeds the threshold prescribed under Schedule XII to the SEBI LODR Regulations, computed with reference to the annual consolidated turnover of the Company as per its last audited financial statements. For companies with annual consolidated turnover of up to Rs. 20,000 crore, the threshold is 10% of such turnover.

"The Transactions proposed for approval qualify as "material related party transaction(s)" requiring the approval of the shareholders of the Company by way of an Ordinary Resolution, in terms of Regulation 23(4) of the SEBI LODR Regulations.

"The details of the proposed related party transactions, as required under Section 102 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI Listing Regulations, are provided as part of Explanatory Statement to the the resolution.

"The proposed transactions are necessary for the Company's operational efficiency, business expansion, project execution, treasury management and financial support to subsidiaries and associates. All transactions shall be carried out in the ordinary course of business and on an arm's length basis.

As per Regulation 23 of the SEBI Listing Regulations, related parties shall abstain from voting on the resolution, whether the entity is a related party to the particular transaction or not. Except as stated in the annexure A below, none of the Directors, Key Managerial Personnel or their relatives, other than those mentioned herein, are concerned or interested, financially or otherwise, in the resolution.""The Board of Directors therefore recommends the resolution as set out in item no. 4 of the notice for approval of members of the Company by way of an Ordinary Resolution.

Details of the existing as well as new material related party transactions with Related Parties including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June 2025, are as follows:

S. No.	Description	Information provided by the Management	
Part A: Minimum information of the proposed RPT			
A(1) Basic details of the related party			
	Name of the Related Party	Madhav Surfaces (FZC) LLC (MSL)	
	Country of Incorporation of the Related Party	Sultanate of Oman	
	Nature of the Business of Related Party	Trading of Quartz grit, powder and consumables on commission basis.	
A(2) Relationship and ownership of the related party			
	Relationship between the Listed Entity and Related Party	Common Director [Mr. Madhav Doshi, is also Director in Madhav Surfaces (FZC) LLC]	
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity.	Not Applicable	
	Shareholding of the related party, whether direct or indirect, in the Listed Entity / subsidiary.	Not Applicable	
A(3) Details of previous transactions with the related party			
	Total amount of all the transactions undertaken by the Listed Entity or Subsidiary with the related party during the last financial year. (Rs. In Lakhs)	Transactions between Listed Entity and Related Party Trading of goods and other Misc items	Amount 57.38/-
	Total amount of all the transactions undertaken by the Listed Entity or Subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. Quarter ended June 30, 2026 (Rs. In Lakhs)	Transactions between Listed Entity and Related Party Trading of goods and other Misc items	Amount 29.63/-
	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the subsidiary during the last financial year.	-	
A(4) Amount of the proposed transactions			
	Amount of the proposed transactions being placed for approval in the meeting	Upto the Limit of INR 5 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026.	

	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial Year.	514.19%
	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).	-
	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	7.42%
	Financial performance of the related party for the immediately preceding financial year. (Rs.in Lakhs)	Turnover : 6737.18 Net Profit : (685.26)

A(5) Basis details of proposed transactions	
Specific type of the proposed transaction	Trading of Quartz grit, powder and consumables on commission basis.
Details of the proposed transaction	As explained in above
Tenure of the proposed Transactions	12 Months
Whether omnibus approval is being sought?	-
Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto the Limit of INR 5 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026.
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed transactions with the related party(ies) will enable the Company to achieve a higher degree of efficiency on account of economies of scale and will also help in optimizing other operational costs. These transactions are conducted on an arm's length basis and in the ordinary course of business, and are therefore considered to be in the interest of the Company, aimed at enhancing overall operational efficiencies and shareholders' value.

Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Madhav Doshi, (Non Executive Director)
Shareholding of the director / KMP, whether direct or indirect, in the related party	-
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	-
Other information relevant for decision making.	All relevant / important information forms part of this statement setting out material facts pursuant to Section 102 of the Companies Act, 2013.
Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A	
B 1 Details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction	
Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable
Basis of determination of price.	The pricing has been determined on an arm's length basis and in the ordinary course of business, having regard to the commercial terms of the transaction, prevailing market conditions.
In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not Applicable
Point B(2) to B(7) and C(1) to C(6) is not applicable.	

The Members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transactions or not), shall not vote to approve the resolution as set out in Item No. 4 Except Executive Directors, none of the Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Item No. 5

Mr. Devendra Sharma (DIN: 00921174) was appointed as Managing Director of the Company for a term of 5 (Five) years with effect from 01 February, 2026, pursuant to the approval of the Members accorded at the Annual General Meeting of the Company held on September 30, 2025.

Mr. Devendra Sharma has attained the age of 70 (seventy) years on during the currency of his present term of appointment. In terms of Section 196(3)(a) of the Companies Act, 2013, no company shall continue the employment of any person as its Managing Director who has attained the age of seventy years, unless such continuation is approved by the Members by means of a Special Resolution, and the explanatory statement annexed to the notice for such motion indicates the justification for continuing the employment of such person.

Mr. Devendra Sharma holds a Master's degree in Commerce (M.Com) with specialization in Business and Administration. He has been associated with the Company in a leadership capacity for several years and has made a significant contribution to its growth and overall performance. During his tenure, Mr. Devendra Sharma has played a pivotal role in formulating and implementing the Company's business strategies and has been instrumental in driving its expansion and diversification plans. He is actively involved in mentoring the leadership team, guiding them in various aspects of operations, business development and long-term planning. His continued association as Managing Director is highly desirable and considered to be in the best interest of the Company, as he brings with him extensive experience, proven leadership skills, and strategic vision. Considering all these, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, at its meeting held on August 13, 2026, has recommended the continuation of Mr. Devendra Sharma as Managing Director of the Company for the remainder of his current term, notwithstanding his attaining the age of 70 years:

There is no change proposed in the terms and conditions of appointment, including remuneration, of Mr. Devendra Sharma, and the same shall continue to be governed by the terms approved by the Members at the Annual General Meeting held on September 30, 2025, for the remainder of his current term.

The Board is of the view that the continuation of Mr. Devendra Sharma as Managing Director of the Company, even after attaining the age of 70 years, is in the best interest of the Company and its stakeholders, and accordingly recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

Brief profile of Mr. Devendra Sharma, disclosures required under Schedule V of the Companies Act, 2013, and Secretarial Standard on General Meetings (SS-2), and Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are set out in **Annexure [A]** to this Notice.

The Board recommends the Resolution under Item No. 5 of the notice for approval of the Members as a Special Resolution. Except Mr. Devendra Sharma, none of the Directors, Key Managerial Personnel and / or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out in Item No. 5 of the notice.

Annexure A

(For item No. 2, 3 and 5 of the Notice)

Details of the Directors seeking re-appointment at the forthcoming Annual General Meeting in pursuance of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 issued on General Meetings by The Institute of the Company Secretaries of India:

Name of the Director	**Mr. Devendra Sharma**	**Ms. Aruna Doshi**
DIN	00921174	00949220
Date of Birth	4th September, 1955	13th May, 1955
Date of first appointment in the current designation	2nd December, 1989	01st April, 2018
Qualification	M.Com. (Business Adm.)	M. Sc. (Food and Nutrition)
Expertise	Management & Corporate Affairs	Effective Leadership abilities and has potential capacity to guide the company in formulation and execution of effective business strategies.
Number of Board Meetings attended during the year (2025-26)	6 (SIX)	6 (SIX)
Board Memberships of other Companies as on March 31, 2026	Rajdarshan Hotel P Ltd.	Rupal Holdings Pvt. Ltd. Mumal Marketing Pvt. Ltd. Adheeraj Trade Links Pvt. Ltd. Emerald Construction Co. Pvt. Ltd.
Chairmanship(s)/Membership(s) of Committees of other Companies as on March 31, 2026	-	-
Name of listed entities from which the person has resigned in the past three years	-	-
Shareholding in Company as on 31 March, 2026	-	1246123
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Not related to any Director/ Key Managerial Personnel	Mother of Mr. Madhav Doshi Non-Executive Director
Terms and Conditions of appointment or re-appointment	Re-appointment of Director retiring by rotation	Re-appointment of Director retiring by rotation
Last drawn remuneration	Details mentioned in Corporate Governance Report	Details mentioned in Corporate Governance Report