



## BIKAJI FOODS INTERNATIONAL LIMITED

F 196-199, F 178 & E 188, Bichhwal Industrial Area, Bikaner, Rajasthan, India – 334006

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CIN: L15499RJ1995PLC010856 | GST No.: 08AAICS1030P1Z5

### NOTICE OF 30<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that **30<sup>TH</sup> ANNUAL GENERAL MEETING** of the Members of **BIKAJI FOODS INTERNATIONAL LIMITED** ("Company") will be held on **TUESDAY, SEPTEMBER 16, 2025** at **11:30 A.M. IST** through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) to transact the following businesses:

#### ORDINARY BUSINESS:

##### 1. To receive, consider and adopt the:

- a) Audited Standalone Financial Statement of the Company for the financial year ended on March 31, 2025, together with the reports of the Board of Directors and Statutory Auditors thereon.

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

**"RESOLVED THAT** in accordance with the provisions of the Section 129, 134 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Audited Standalone Financial Statement of the Company for the financial year ended on March 31, 2025, encompassing of Balance Sheet as at March 31, 2025 and Statement of Profit and Loss and Statement of Cash Flow, a Statement of Changes in Equity for the financial year ended on March 31, 2025, together with the notes to accounts and schedules forming part thereof and reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

- b) Audited Consolidated Financial Statement of the Company for the financial year ended on March 31, 2025, together with the report of the Statutory Auditors thereon.

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

**"RESOLVED THAT** in accordance with the provisions of the Section 129, 134 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Audited Consolidated Financial Statement of the Company for the financial year ended on March 31, 2025, encompassing of Balance Sheet as at March 31, 2025 and Statement of Profit and Loss and Statement of Cash Flow, a Statement of Changes in Equity for the financial year ended on March 31, 2025, together with the notes to accounts and schedules forming part thereof and report of the Statutory Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

2. To declare a Final Dividend of ₹ 1.00 (Rupee One Only) per equity share i.e., 100% of the face value of ₹ 1.00 (Rupee One Only) each for the financial year ended on March 31, 2025.

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

**"RESOLVED THAT** in accordance with the provisions of the Section 123 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Declaration and Payment of Dividend) Rules, 2014 and other rules made thereunder, Regulation 43 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in consonance with the Articles of Association and Dividend Distribution Policy of the Company, a Final Dividend of ₹ 1.00 (Rupee One Only) per equity share i.e., 100% of face value of ₹ 1.00 (Rupee One Only) each for the financial year ended on March 31, 2025, as recommended by the Board of Directors of the Company, be and is hereby declared and approved by the Members of the Company."

3. To appoint a Director in place of Mr. Sachin Kumar Bhartiya (DIN: 02122147), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

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

**"RESOLVED THAT** in accordance with the provisions of the Section 152 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder and applicable regulations of the Securities and Exchange Board

of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in consonance with the Articles of Association of the Company and following the recommendation made by the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Sachin Kumar Bhartiya (DIN: 02122147), Non-Executive and Non-Independent Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation, by the Members of the Company ."

#### **SPECIAL BUSINESS:**

4. To appoint M/s S.K. Joshi & Associates, Company Secretaries in Practice and M/s V. M. & Associates, Company Secretaries in Practice, as the Joint Secretarial Auditors of the Company for the first term of 5 (Five) consecutive years, and fix their remuneration.

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

**"RESOLVED THAT** in accordance with the provisions of the Section 204 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, Regulation 24A, 36 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), subject to such other approval, permission, consent, sanction, as may be required, under any other applicable laws and regulations and following the

recommendation made by the Audit Committee and Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for the appointment of M/s S.K. Joshi & Associates, Company Secretaries in Practice, Firm Registration No.: P2008RJ064900 and M/s V. M. & Associates, Company Secretaries in Practice, Firm Registration No: P1984RJ039200, as the Joint Secretarial Auditors of the Company, for the first term of 5 (Five) consecutive years, with effect from April 01, 2025 to March 31, 2030, to conduct the Secretarial Audit of the Company, subject to their continuity of fulfillment of the applicable eligibility norms, at such remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting, with the authority to the Board of Directors to vary, alter, enhance or widen the remuneration payable to the Joint Secretarial Auditors, for the said tenure, from time to time, pursuant to the recommendation of the Audit Committee."

**"RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing resolution, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, things and matters, as may be required, to give effect to the said resolution and take all such steps, as they may, in their absolute discretion deems necessary, proper, expedient, desirable or incidental, to give effect to this resolution and to settle or give instructions and directions for settling any question, difficulty or doubt that may arise in respect of the aforesaid resolution, including, not limited to determination of the roles and responsibilities, scope of work of the Joint Secretarial Auditors, negotiating, finalizing, amending, signing, delivering, executing, the terms of appointment, including any contracts or documents in this regard, without being required to seek any further consent or approval of the Members of the Company."

BY ORDER OF THE BOARD OF DIRECTORS  
FOR **BIKAJI FOODS INTERNATIONAL LIMITED**

**RAHUL JOSHI**

HEAD - LEGAL AND COMPANY SECRETARY  
MEMBERSHIP NO.: ACS 33135

PLACE: GURUGRAM  
DATE: MAY 15, 2025

**Registered Office:** F 196-199, F 178 & E 188, Bichhwal Industrial Area, Bikaner, Rajasthan, India - 334006 | CIN: L15499RJ1995PLC010856 | Tel: +91-151-2250350 | F: +91-151-2251814 | E-mail ID: [cs@bikaji.com](mailto:cs@bikaji.com) | Website: [www.bikaji.com](http://www.bikaji.com)

**NOTES:**

1. The Ministry of Corporate Affairs ("MCA") *inter-alia*, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being the General Circular No. 09/2024 dated September 19, 2024 (collectively referred as the "MCA Circulars") and Securities and Exchange Board of India ("SEBI"), vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and subsequent circulars issued in this regard, the latest being the Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively referred as the "SEBI Circulars"), has permitted to hold the Annual General Meeting through electronic means i.e., Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") facility, without the physical presence of the Members of the Company, at a common venue.  
  
In compliance with the requirements of the Companies Act, 2013 ("Act"), MCA Circulars, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and SEBI Circulars, the 30<sup>th</sup> Annual General Meeting ("AGM" or "Meeting") of the Company will be held through VC/ OAVM on **Tuesday, September 16, 2025 at 11:30 A.M. IST**. The registered office of the Company shall be the deemed venue for the AGM.
2. An explanatory statement, in terms of Section 102(1) of the Act, read with the rules made thereunder, setting out the material facts, relating to the resolution, in respect of special business, as detailed above and relevant information of the Director and Joint Secretarial Auditors proposed to be appointed/ re-appointed at the Meeting, as required under the Regulation 36(3) and 36(5) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India ("ICSI") and other applicable provisions is annexed hereto and forms an integral part of this Notice.
3. In accordance with the requirements of the Section 108 of the Act, read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, SS-2, MCA Circulars and SEBI Circulars, the Company has provided remote e-Voting facility to all the Members of the Company, in respect of the businesses to be transacted at the AGM. The Company has appointed Central Depository Services (India) Limited ("CDSL") for providing remote e-Voting facility and e-Voting system during the AGM to its Members. The instructions for remote e-Voting and e-Voting system during the AGM are provided, as a part of this Notice, which, the Members are requested to read carefully before casting their vote.
4. The Members can join the AGM in the VC/ OAVM mode 15 (Fifteen) minutes before and after the scheduled time of the commencement of the Meeting by following the procedure, as stated in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available to at least 1,000 (One Thousand) Members, on first come first served basis. This will not include Large Shareholders (i.e., Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, 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.
5. Pursuant to the provisions of the Act and Listing Regulations, a Member, who is entitled to attend and vote at the meeting, is also entitled to appoint a proxy to attend and vote on a poll, instead of himself and the proxy need not be a Member of the Company. Since, this AGM is being held through VC/ OAVM mode pursuant to the MCA and SEBI Circulars, physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA and SEBI Circulars, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form, Route Map and Attendance Slip are not annexed hereto.
6. The attendance of the Members attending the AGM, through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders attending the AGM, only, such joint holder, who is higher in the order of names will be entitled to vote.
8. Corporate Member/ Institutional Investors, who are Members of the Company, are encouraged to attend the AGM through VC/ OAVM facility and vote thereat. Corporate Members/ Institutional Investors (i.e., other than individuals, HUFs, NRIs, etc.) intending to appoint their authorized representatives, pursuant to the requirements of the Section 112 and 113 of the Act, as the case may be, to attend the meeting through VC/ OAVM mode or to vote on the resolutions are requested to send a duly-certified copy of the Board Resolution/ Authorization Letter, alongwith attested specimen signature of the duly authorized signatory(ies), who are authorized to vote, to the Scrutinizer and the Company, through an e-mail at [cs.vmanda@gmail.com](mailto:cs.vmanda@gmail.com), with a copy marked to [cs@bikaji.com](mailto:cs@bikaji.com).
9. Members may note that the Board of Directors of the Company, at their meeting held on May 15, 2025, has recommended a Final Dividend of **₹ 1.00 (Rupee One Only)** per Equity Share i.e., 100% of the face value of ₹ 1.00 (Rupee One Only) per equity share for the financial year ended March 31, 2025, subject to the approval of Members at the ensuing AGM. The final dividend, if approved by the Members in the AGM, will be paid on or before **Wednesday, October 15, 2025** to those Members, whose name appears in the register of members of the Company or Register of Beneficial Owners maintained by the Depositories as on the record date i.e., **Friday, August 29, 2025**.
10. Members are requested to note that Dividends that are not claimed for a continuous period of 7 (Seven) years from the date of transfer to the Company's Unpaid Dividend Accounts

shall be transferred to the Investor Education and Protection Fund ("IEPF") established under Section 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Further, the equity shares, on which Dividend remains unclaimed for a period of 7 (Seven) consecutive years will also be transferred to the IEPF Account.

11. Pursuant to the Income Tax Act, 1961 and Finance Act, 2020, Dividend income is taxable in the hands of the Members and the Company is obligated to deduct tax at source (TDS) from such Dividend paid to the Members, at the prescribed rates.

12. The Company shall make the payment of Dividend to those Members, directly in their bank accounts, whose bank account details are available with the Company and those, who have given their mandate for receiving Dividends directly in their bank accounts through the National Electronic Clearing Service ("NECS").

In case, the Company is unable to electronically transfer the Dividend to any Member, due to the non-availability of their bank account details, the Company shall dispatch the Dividend Warrant/ Cheque to them, by post. Members are requested to provide or update (as the case may be) their bank details, with the respective Depository Participant for the equity shares held in dematerialized form and with the Registrar and Share Transfer Agent ("RTA") i.e., M/s Beetal Financial and Computer Services Private Limited, in respect of the equity shares held in physical form.

13. A person, whose name is recorded in the Register of Members or Register of Beneficial Owners, maintained by the Depositories as on Tuesday, September 09, 2025, being the cut-off date shall be entitled to vote on the resolutions specified in this Notice. Persons, who are not Members as on the cut-off date, but, have received this Notice, should treat receipt of this Notice for information purpose only. A person, who acquires equity shares after dispatch of the Notice, but before the cut-off date shall have the right to vote at the Meeting.

14. The Register of Directors and Key Managerial Personnel and their shareholding, maintained in terms of the requirements of the Section 170 of the Act, Register of Contracts or Arrangements, in which, the directors are interested, maintained under Section 189 of the Act and the Certificate from Secretarial Auditor of the Company certifying that the ESOP Schemes of the Company are being implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, will be available for inspection through electronic means by the Members during the AGM. Also, all the documents referred in this Notice will be available for inspection during the working hours, on all business days, without any fee by the Members from the date of circulation of this Notice, upto the date of the AGM, i.e. Tuesday, September 16, 2025. The Members, seeking to inspect such documents can send an e-mail at [cs@bikaji.com](mailto:cs@bikaji.com), with the subject line "Inspection of Documents", mentioning their name, DP ID and Client ID and documents, they wish to inspect.

15. In accordance with the directions of the MCA and SEBI Circulars, the Annual Report of the Company and Notice of the AGM is being sent only through electronic mode to those Members, whose e-mail addresses are registered with the Company or Depository Participants as on Friday, August 08, 2025, unless, any Member has requested for a physical copy of the same. Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company has also sent a letter to those Members whose e-mail addresses are not registered with the Company or Depository Participants, containing the web-link, including the exact path, where complete details of the Annual Report of the Company for the financial year ended on March 31, 2025 can be accessed.

16. Members may please note that the Notice of the 30<sup>th</sup> Annual General Meeting and Annual Report of the Company for the financial year ended on March 31, 2025 is also available on the website of the Company and same can be accessed at [www.bikaji.com](http://www.bikaji.com) and CDSL e-Voting website at [www.evotingindia.com](http://www.evotingindia.com) and at the relevant sections of the websites of the Stock Exchanges, on which the equity shares of the Company are listed i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Ltd. at [www.nseindia.com](http://www.nseindia.com).

17. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney (POA), bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participant, in case the equity shares are held in the demat form and to the RTA, in case the equity shares are held in physical form, for receiving all the communication, including the Annual Report, Notices, Dividend, etc., from the Company electronically. Further, the Members may note that the SEBI has mandated the submission of PAN by every participant in the securities market.

18. In terms of the SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, it is advised to the holders of physical securities in the Company to furnish PAN, Nomination, contact details, Bank A/c details, alongwith their specimen signature for their corresponding folio numbers and Nomination/ Opt-out of Nomination details, to avail any investor service. Investors, holding securities in physical mode, shall interface with the Company's RTA, *inter-alia*, for registering/ updating the KYC details and process various service requests, to avoid service disruptions in future and the communication in this regard has already been sent to the Member, holding equity shares, in physical form, at their registered e-mail address.

19. Members can avail the facility of nomination, in respect of the equity shares held by them, in accordance with the provisions of Section 72 of the Act. Members, who are desiring to avail this facility may send their nomination in the prescribed Form No. SH-13. If, a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she should submit their request in ISR-3 or SH-14, as the case may be.

These Forms can be downloaded from Company's website at [www.bikaji.com](http://www.bikaji.com). Members are requested to submit the said details to their respective Depository Participants, in case the equity shares are held by them, in dematerialized form and to the Company's RTA, in case the equity shares are held by them, in physical form, quoting their folio number.

20. Non-Resident Indian Members are requested to inform Company's RTA about any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India, alongwith the complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier. Members holding equity shares in electronic form may contact their respective Depository Participants for availing this facility.
21. The remote e-Voting period commences on Saturday, September 13, 2025 at 10:00 A.M. IST and ends on Monday, September 15, 2025 at 05:00 P.M. IST. The remote e-Voting module shall be disabled for voting thereafter. During this period, the Members of the Company as on the cut-off date, being Tuesday, September 09, 2025, may cast their vote, through electronic means, in the manner and process, as set out hereinunder. Once the vote on a resolution(s) is cast by the Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
22. The Members, who have cast their vote by remote e-Voting prior to the Meeting, may, also, attend the Meeting, but shall not be entitled to cast their vote again. The Members attending the Meeting, who, have not cast their vote through remote e-Voting shall be able to exercise their voting rights during the AGM also.
23. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., Tuesday, September 09, 2025.
24. In compliance with the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company, at their meeting held on May 15, 2025, has appointed CS Manoj Maheshwari (Membership No.- F3355 and CP No.- 1971), Company Secretary in Practice, as the Scrutinizer and failing him, CS Priyanka Agarwal (Membership No.- F11138 and CP No.- 15021), Company Secretary in Practice, as the Alternate Scrutinizer, for conducting the e-voting process, in a fair and transparent manner.
25. The Scrutinizer will submit the results of the voting to the Chairman of the Company or any person, authorized by the Chairman, after completion of the scrutiny of the e-Voting (votes cast during the AGM and votes cast through remote e-Voting), in the presence of at least 2 (Two) witnesses, not in the employment of the Company and the voting results will be announced on or before Thursday, September 18, 2025. The aforesaid results shall be intimated to the BSE Limited and National Stock Exchange of India Ltd., where the equity shares of the Company are listed and also, displayed alongwith the Scrutinizer's Report on the Company's website at [www.bikaji.com](http://www.bikaji.com) and CDSL e-voting website at [www.evotingindia.com](http://www.evotingindia.com) and shall be displayed at the Registered Office, as well as the Corporate Office of the Company.
26. In compliance with the requirements of the Rule 20 of the Companies (Management and Administration) Rules, 2014 along with MCA Circulars, the details pertaining to this Notice will be published in one English Language National daily newspaper and one Hindi (Vernacular) Language daily newspaper.
27. In terms of Regulation 40(1) of the Listing Regulations, transfer/ transmission/ transposition of securities shall be effected only in dematerialized form. Transfers of equity shares in electronic form are processed through the depositories with no involvement of the Company. In view of the above and to avail the benefits of the dematerialization (Demat), Member is advised to consider dematerializing their physical shares. For this purpose, the Members can contact the RTA of the Company for assistance in this regard.
28. Members, who would like to express their views/ ask questions during the AGM with respect to the business items of the Meeting, may register themselves, as a speaker, by sending their request, from their registered e-mail address, mentioning their name, DP ID and Client ID number/ folio number and mobile number to the Company's e-mail address at [cs@bikaji.com](mailto:cs@bikaji.com) before 05:00 P.M. IST on Thursday, September 11, 2025. The Members, who do not wish to speak during the AGM, but, have queries may send their queries in advance from their registered e-mail address, mentioning their name, DP ID and Client ID number/ folio number and mobile number to reach the Company's e-mail address at [cs@bikaji.com](mailto:cs@bikaji.com) before 05:00 P.M. IST on Thursday, September 11, 2025. These queries will be replied by the Company.
29. Those Members, who have registered themselves, as a speaker, will only be allowed to express their views/ ask questions during the Meeting, depending upon the availability of time, as appropriate for smooth conduct of the AGM.
30. M/s Beetal Financial and Computer Services Private Limited is acting as the Registrar and Share Transfer Agent (RTA) for both physical and electronic form of shareholdings. All the communications relating to equity shares and Dividend related matters should be addressed to the RTA:  
  
M/s Beetal Financial and Computer Services Private Limited  
  
Address: Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062



E-mail: [bikaji@beetalfinancial.com](mailto:bikaji@beetalfinancial.com) / [beetalrta@gmail.com](mailto:beetalrta@gmail.com)  
Tel: 011-29961281-283, 26051061, 26051064

31. SEBI, vide its Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-3/P/CIR/2023/195 July 31, 2023, read in conjunction with the circulars updated on August 04, 2023 and December 20, 2023, has introduced and established a common Online Dispute Resolution Portal ("ODR Portal") which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circular, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at <https://smartodr.in/login>.
32. In case of any query and/ or grievances, in respect of the e-Voting through electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013, Maharashtra, India or send an e-mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911 or may contact to Mr. Rahul Joshi, Head – Legal and Company Secretary of the Company at [cs@bikaji.com](mailto:cs@bikaji.com).

#### INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS 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 commences on **Saturday, September 13, 2025 at 10:00 A.M. IST** and ends on **Monday, September 15, 2025 at 05:00 PM IST**. During this period, shareholders of the Company holding equity shares either in physical form or in dematerialized form, as on the cut-off date **Tuesday, September 09, 2025** may cast their vote electronically. The e-voting module shall be disabled by the CDSL for voting thereafter.

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

- (iii) Pursuant to the SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 09, 2020 in relation to 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. Though, 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 the 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 equity shares in demat mode.

- (iv) In terms of **SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 09, 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 e-mail Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 &amp; 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.</li> <li>3) If the user is not registered for Easi/ Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 &amp; voting during the meeting.</li> <li>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 &amp; voting during the meeting.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>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 &amp; voting during the meeting.</p>

**Important note:** Members, who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above-mentioned 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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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](http://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](http://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:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>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.</li> </ul>
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. <ul style="list-style-type: none"> <li>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.</li> </ul>

- (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> 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 Board Resolution (BR)/ Power of Attorney (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](http://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](mailto: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 and 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 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 by e-mail to [cs.vmanda@gmail.com](mailto:cs.vmanda@gmail.com), with a copy marked to the Company, at the e-mail address [cs@bikaji.com](mailto:cs@bikaji.com), if they have voted from individual tab and not uploaded the same on the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting and e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/ OAVM to attend the meeting will be available where the EVSN of Company will be displayed after successful login, as per the instructions mentioned directly 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 during the AGM.
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 Laptops connecting through 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 before 05:00 P.M. IST on Thursday, September 11, 2025, mentioning their name, demat account number/ folio number, e-mail id, mobile number at [cs@bikaji.com](mailto:cs@bikaji.com). The shareholders, who do not wish to speak during the AGM, but have queries may send their queries before 05:00 P.M. IST on Thursday, September 11, 2025, mentioning their name, demat account number/ folio number, e-mail id, mobile number at [cs@bikaji.com](mailto:cs@bikaji.com). These queries will be replied to by the Company suitably through e-mail.
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 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 AGM.
10. If any votes are cast by the shareholders through the e-Voting available during the 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 E-MAIL/ 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 e-mail to Company/ RTA, at their pertinent e-mail id.
- 2. For Demat shareholders-** Please update your e-mail id and mobile no. with your respective Depository Participant (DP).
- 3. For Individual Demat shareholders-** Please update your e-mail id and mobile no. with your respective Depository Participant (DP), which is mandatory, while e-Voting and joining virtual meetings through Depository.

If you have any queries or issues regarding attending the AGM and e-Voting from the CDSL e-Voting System, you can write an e-mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

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

## **EXPLANATORY STATEMENT PURSUANT TO THE SECTION 102 (1) OF THE COMPANIES ACT, 2013 FORMING PART OF THE NOTICE**

The following detailed statement sets out all the material facts relating to the special business, cited in the accompanying Notice of the AGM:

### **Item No. 4**

This Explanatory Statement is provided in terms of Section 102 of the Companies Act, 2013 ("Act") and Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The Board of Directors of the Company, at their meeting held on May 23, 2024, appointed M/s S.K. Joshi & Associates, Company Secretaries in Practice, Firm Registration No: P2008RJ064900, as the Secretarial Auditor of the Company, to conduct the Secretarial Audit of the Company for the financial year 2024-25.

Further, in adherence with the amendments made in the Regulation 24A of the Listing Regulations, it is required that the Secretarial Auditor shall be a Peer Reviewed Company Secretary, who satisfies the eligibility criteria and qualifications stipulated under the amended regulation and the said appointment shall be for not more than 2 (Two) terms of 5 (Five) consecutive years, subject to the approval of the Members of the Company at the Annual General Meeting of the Company.

The Company is desirous to engage Joint Secretarial Auditors, as this will offer several significant benefits, such as enhanced audit quality, diverse expertise, improved transparency and credibility, etc. Therefore, after considering several parameters, including, past performance, industry experience, audit capability and experience, efficient team, efficiency in conduct of audit, market standing, clientele served, technical knowledge, independence, etc., and following the recommendation made by the Audit Committee and Board of Directors of the Company, at their meeting held on May 15, 2025, it is proposed to appoint M/s S.K. Joshi & Associates, Company

Secretaries in Practice, Firm Registration No.: P2008RJ064900 and M/s V. M. & Associates, Company Secretaries in Practice, Firm Registration No: P1984RJ039200, as the Joint Secretarial Auditors of the Company for the first term of 5 (Five) consecutive years, effective from the April 01, 2025 to March 31, 2030.

M/s S.K. Joshi & Associates and M/s V. M. & Associates possess extensive experience of doing Secretarial Audit of large-scale companies, etc., and therefore, it perfectly commensurate with the size of the Company.

The Company has also received the following documents from M/s S.K. Joshi & Associates and M/s V. M. & Associates, in compliance with the regulatory requirements:

1. The written consent letter to such appointment, as per the Company Secretaries Act, 1980 and an eligibility certificate, stating that they satisfy the criteria specified under Regulation 24A(1A)(a) of the Listing Regulations; and
2. A valid peer review certificate issued by the Peer Review Board of the Institute of Companies Secretaries of India, in compliance with the Regulation 24A of the Listing Regulations.

These documents confirms that M/s S.K. Joshi & Associates and M/s V. M. & Associates fulfils all the necessary qualifications and regulatory requirements to be appointed as the Joint Secretarial Auditors of the Company.

In accordance with the requirements of Section 204 of the Act, read with rules made thereunder, Regulation 24A of the Listing Regulations and after considering various parameters as well as following the recommendation made by the Audit Committee, the Board of Directors at their meeting held on May 15, 2025, considered and approved the appointment of M/s S.K. Joshi & Associates and M/s V. M. & Associates, as the Joint Secretarial Auditors of the Company, for the first term of 5 (Five) consecutive years, commencing from the April 01, 2025 till March 31, 2030, subject to the approval of the Members of the Company.

Statement containing disclosures, as required in terms of Regulation 36(5) of the Listing Regulations is detailed below:

Particulars	M/s S.K. Joshi & Associates, Company Secretaries in Practice	M/s V. M. & Associates, Company Secretaries in Practice
Brief Profile of the proposed Auditor	<p>M/s S.K. Joshi &amp; Associates, Company Secretaries in Practice, Firm Registration No.: P2008RJ064900, is an Indian partnership firm established in the year 2006. The firm is registered with the Institute of Company Secretaries of India (ICSI) and also, it is a peer reviewed audit firm.</p> <p>The firm is primarily engaged in providing the services in the field of corporate laws, listing agreements for Initial Public Offerings (IPOs), rights issues, bonus issues, preferential allotments, Qualified Institutional Placements (QIPs), Global Depositary Receipts (GDRs), takeovers, mergers and demergers, and all secretarial matters, with deep knowledge and driven by a commitment of delivering superior-quality services to all the clients.</p> <p>M/s S.K. Joshi &amp; Associates have extensive experience in the industry of Fast-Moving Consumer Goods (FMCG), Textile, Financial Services, Metal, Solar, etc.</p> <p>M/s S.K. Joshi &amp; Associates having rich experience of doing secretarial audits and having 3 (Three) offices in India and 1 (One) office in Dubai.</p>	<p>M/s V. M. &amp; Associates, Company Secretaries in Practice, Firm Registration No.: P1984RJ039200, is an Indian partnership firm established in the year 1995. The firm is registered with the Institute of Company Secretaries of India (ICSI) and also, it is a peer reviewed audit firm.</p> <p>The firm is primarily engaged in providing the services in the field of Secretarial Audits, Due Diligence, Initial Public Offerings (IPOs) and a comprehensive range of advisory, representation and compliance services under Company Law, SEBI Regulations, FEMA Regulations, RBI Directions, Mergers and Acquisitions, all secretarial matters, amongst others, with deep knowledge and driven by a commitment of delivering excellent services to all the clients.</p> <p>The firm has served across a broad spectrum of industries, including, Fast-Moving Consumer Goods (FMCG), Banking, Financial Services, Information Technology, Textiles etc.</p> <p>M/s V. M. &amp; Associates having rich experience of doing secretarial audits and having its principal office in Jaipur, Rajasthan.</p>
Terms of Appointment	<p>Appointment as Joint Secretarial Auditors of the Company for the first term of 5 (Five) consecutive years, commencing from the April 01, 2025 till March 31, 2030, to carry out the Secretarial Audit of the Company.</p> <p>Besides the Secretarial Audit services, the Company may also obtain the necessary certifications from the Joint Secretarial Auditors under various legislative regulations and other permissible non-audit services, as required, from time to time.</p>	
Basis of recommendation for Appointment	<p>After considering several parameters including, past performance, industry experience, audit capability and experience, efficient team, efficiency in conduct of audit, market standing, clientele served, technical knowledge, independence, etc.</p> <p>The recommendations made by the Audit Committee and Board of Directors of the Company, are based on the fulfilment of the eligible criteria, as prescribed under the Act and Listing Regulations.</p>	
Proposed Fees Payable	<p>The proposed cumulative remuneration to be paid to Joint Secretarial Auditors for the financial year 2025-26 is ₹15 Lakh (Rupees Fifteen Lakh Only) plus applicable taxes and reimbursement of out-of-pocket expenses, incurred by them, during the course of performance of their duties as the Secretarial Auditors of the Company.</p> <p>The remuneration for the subsequent year(s) of their term shall be fixed by the Board of Directors of the Company, following the recommendation of the Audit Committee, in consultation with the Joint Secretarial Auditors of the Company.</p> <p>The fees for the services in the nature of statutory certifications and other professional work will be in addition to the aforesaid fees.</p> <p>The remuneration paid to the Secretarial Auditor of the Company during the financial year 2024-25 is ₹ 7.25 Lakh (Rupees Seven Lakh Twenty-Five Thousand Only).</p>	

The Board, in consultation with the Audit Committee of the Company, may alter and vary the terms and conditions of the appointment, including remuneration, in such manner and to such an extent, as may be mutually agreed with the Joint Secretarial Auditors.

The Board of Directors of the Company recommends the Ordinary Resolution, as set forth at Item No. 4 of the Notice for the approval of the Members of the Company.

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

The Company has disclosed all the related information and to the best of the understanding of the Board of Directors of the Company, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the item of business and to take decision thereon.

BY ORDER OF THE BOARD OF DIRECTORS  
FOR **BIKAJI FOODS INTERNATIONAL LIMITED**

**RAHUL JOSHI**

HEAD – LEGAL AND COMPANY SECRETARY  
MEMBERSHIP NO.: ACS 33135

PLACE: GURUGRAM  
DATE: MAY 15, 2025

**Registered Office:** F 196-199, F 178 & E 188, Bichhwal Industrial Area, Bikaner, Rajasthan, India – 334006 | CIN: L15499RJ1995PLC010856 | Tel: +91-151-2250350 | F: +91-151-2251814 | E-mail ID: [cs@bikaji.com](mailto:cs@bikaji.com) | Website: [www.bikaji.com](http://www.bikaji.com)

**Brief Profile, outlining Mr. Sachin Kumar Bhartiya's experience and qualifications, as per the requirement of the Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), seeking re-appointment.**

Name of Director	Mr. Sachin Kumar Bhartiya
Age	47 Years
DIN	02122147
Qualification	He holds a Bachelor's Degree in Commerce from the University of Calcutta and is a Member of the Institute of Chartered Accountants of India (ICAI).
Experience	He has over 15 (Fifteen) Years of profound experience in leveraging Private Equity and Portfolio Management to foster strategic business growth and value creation.
Brief Resume of the Director	<p>Mr. Sachin Kumar Bhartiya is a Director in Bikaji Foods International Limited since April 11, 2014 and serving in the capacity of Non-Executive and Non-Independent Director of the Company, brings a wealth of expertise and strategic vision to the Company.</p> <p>He holds a Bachelor's Degree in Commerce from the University of Calcutta and is a Member of the Institute of Chartered Accountants of India (ICAI).</p> <p>He has over 15 (Fifteen) Years of profound experience in Private Equity and Portfolio Management.</p> <p>As a co-founder of Lighthouse Advisors (India) Private Limited, he has demonstrated exceptional acumen in investment strategies and business growth. His esteemed leadership extends to multiple boards, where his strategic insights continue to drive success and innovation across various industries.</p> <p>At present, he is serving as a Director on the Board of several other companies, i.e., Dhanuka Agritech Limited, Indorama India Private Limited, Ploutus Advisors India Private Limited, Lighthouse AMC Private Limited and Lighthouse Advisors (India) Private Limited.</p>
Nature of expertise in specific functional areas	Private Equity, Portfolio Management and Strategic Management.
Date of First appointment on the Board	April 11, 2014
Terms and Conditions of Re-appointment	Non-Executive and Non-Independent Director, liable to retire by rotation and other existing terms and conditions, as approved by the Shareholders through Postal Ballot on March 02, 2023.
Details of remuneration sought to be paid	Not Applicable
Details of Remuneration last drawn	Not Applicable
Shareholding in the Company	NIL
No. of Board Meetings attended during the year	During the financial year 2024-25, 5 (Five) Board Meetings held and out of which, he has attended 3 (Three) Board Meetings.
Directorships, Membership/ Chairmanship of Committees of other Company's Boards	<p><b>Directorship of other Company's Boards:</b></p> <ol style="list-style-type: none"> <li>1. Dhanuka Agritech Limited</li> <li>2. Indorama India Private Limited</li> <li>3. Lighthouse AMC Private Limited</li> <li>4. Lighthouse Advisors (India) Private Limited</li> <li>5. Ploutus Advisors India Private Limited</li> </ol> <p><b>Membership of the Committees of the Board of other Company:</b></p> <ol style="list-style-type: none"> <li>1. Dhanuka Agritech Limited <ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nomination and Remuneration Committee</li> </ul> </li> </ol> <p><b>Chairmanship of the Committees of the Board of other Company:</b></p> <p>NIL</p>
Disclosure of relationships between Directors, Manager and other Key Managerial Personnel of the Company inter-se	Not Applicable

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Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board

**Directorship in Listed Entities:**

1. Bikaji Foods International Limited
2. Dhanuka Agritech Limited

**Membership of Committees of the Board of Listed Entities:**

1. Bikaji Foods International Limited
  - Audit Committee
  - Nomination and Remuneration Committee
  - Corporate Social Responsibility Committee
  - Risk Management Committee
2. Dhanuka Agritech Limited
  - Audit Committee
  - Nomination and Remuneration Committee

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Name of Listed Entities from which the Director has resigned in the last three (3) years

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Stylam Industries Limited

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