



# BIKAJI FOODS INTERNATIONAL LIMITED

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

T: +91-151-2250350 | F: +91-151-2251814 | E: [cs@bikaji.com](mailto:cs@bikaji.com) | W: [www.bikaji.com](http://www.bikaji.com)

CIN: L15499RJ1995PLC010856 | GST No.: 08AAICS1030P1Z5

Ref: BFIL/SEC/2023-24/84

Date: August 23, 2023

To,  
Dept of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400 001 (Maharashtra)  
Scrip Code: 543653

The Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (East),  
Mumbai 400 051 (Maharashtra)  
Trading Symbol: BIKAJI

**Sub: Copy of the newspaper advertisement for notice of the meetings of the Equity Shareholders and Unsecured Creditors of the Company pursuant to the Order of the National Company Law Tribunal, Jaipur Bench**

**Ref: Scheme of Amalgamation of Hanuman Agrofood Private Limited ("Transferor Company") with Bikaji Foods International Limited ("Transferee Company" or "Company") and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act") and the rules framed thereunder ("Scheme of Amalgamation")**

Dear Sir / Madam,

In the matter of the Scheme of Amalgamation, the National Company Law Tribunal, Jaipur Bench ("**NCLT**") vide Order dated July 31, 2023, together with Speaking-to-Minutes dated August 08, 2023 in Company Application No. 02/230-232/JPR/2023 ("**Order of NCLT**"), has directed separate meetings be held of the Equity Shareholders and the Unsecured Creditors of the Company for the purpose of considering, and if thought fit, approving, with or without modification(s), the Scheme of Amalgamation.

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and applicable provisions of the Act, please find enclosed herewith the copies of the newspaper advertisement published today i.e., August 23, 2023 in Financial Express (English Language) and Nafa Nuksan (Hindi Language) regarding notice of the following meetings of the Company:

Particulars	Equity Shareholders	Unsecured Creditors
Day and Date	Monday, September 25, 2023	Monday, September 25, 2023
Time	11:00 A.M.	02:00 P.M.

scheduled to be held through video conferencing or other audio-visual means ("**VC/ OAVM**"), pursuant to Order of the NCLT for the purpose of considering, and if thought fit, approving, Scheme of Amalgamation of Transferor Company with the Company and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Act.



## **BIKAJI FOODS INTERNATIONAL LIMITED**

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CIN: L15499RJ1995PLC010856 | GST No.: 08AAICS1030P1Z5

In compliance with the Listing Regulations, the above information will also be hosted on the website of the Company and the same can be accessed at [www.bikaji.com](http://www.bikaji.com).

You are kindly requested to take the same on record.

Thanking you

**Yours faithfully,**  
**For Bikaji Foods International Limited**

**Rahul Joshi**  
**Head - Legal and Company Secretary**  
**Membership No.: ACS 33135**

Enclosure: As Above

**Classifieds**

**PERSONAL**

**Lisachin Kumar** s/o Shishupal Singh, R/o Jhamka, Bulandshahr-203131, Uttar Pradesh, have changed my name to Sachin Singh for all future purposes. 0040684704-8

**Unancy W/o** Roopender Kumar, R/o H.No.818, Gali No.05, Sai Nagar, Meethapur Extension, BTFS, Delhi-110044, have changed my name to Nancy Chhillar. 0040684737-9

**Munna Lal Singh** s/o Ram Pal Singh, R/o E-575/A, Street No-10, Shanti-Marg, West Vinod-Nagar, Delhi-110092, have changed my name to Munna Lal permanently. 0040684709-10

**Muhammad Nadir Saleem** s/o Saleem Udin, R/o B-156, Fram-Appartment, Abul Fazal-11, Zaila-Nagar, Okhla, New-Delhi-110025, have changed my name to Nadir Saleem permanently. 0040684709-8

**Kusum Singh** w/o Munna Lal, R/o E-575/A, Street No-10, Shanti Marg, West-Vinod Nagar, Delhi-110092, have changed my name to Kusum, permanently. 0040684709-9

**Urfishan Lal** s/o Ratan Mani Lakhwar, R/o S-12, Flat No-201, 2nd Floor, School Block, Shakarpur, Delhi-110092, have changed my name to Krishan Lekhwar, permanently. 0040684709-7

**Ankit Kumar** s/o Ashok Kumar, R/o A-139, Shiv-Vihar, Vikas-Nagar, Uttam Nagar, Delhi-110059, have changed my name to Ankit Bhardwaj, permanently. 0040684749-9

**Sunita w/o Amir Chand Satija** r/o C-2, Indrapuri, ward no-1, Jhocpur, Gurgaon, Haryana -122001, have changed my name to Sunita Satija permanently. 004068466-4

**Nitika w/o Yogesh Gangwal** r/o A-1/196B, Paschim Vihar, Delhi-110063, have changed my name to Nitika Gangwal permanently. 004068466-3

**Geeta Devi w/o Dwarka Prasad Gangwal** r/o A-1/196B, Paschim Vihar, Delhi-110063, have changed my name to Geeta Devi Gangwal permanently. 004068466-5

**Tejvesvi Yadav** s/o Ajay Yadav R/o D-138-H, Yamunapuram, Distt-Bulandshahr (UP-203001), have changed my name to Tejvesvi Yadav for all purposes. 004068466-1

**FRATI KOKCHA** s/o VIVEK SHEEL KOKCHA R/O B-11/201, GALI NO.11, CHHAT POOJA GHAT, KANLASH VIKAR PANSAL, PEHLAD PUR, BAN-GAR, DELHI-110042, HAVE CHANGED MY NAME TO PREETI KOKCHA. 0040684619-1

**PUBLIC NOTICE**  
General public is hereby informed that my client Madan Kumar S/o Veerpal R/o H-102 (DCH) Mansarovar Garden, Ramraj Nagar, New Delhi-110015 has inherited all his movable and immovable properties due to his misbehaviour and illegal activities. Anybody dealing with them will do so at his/her own risk. My client will not be responsible for any such activities. Dealings, acts, criminal proceedings, obligations, financial transactions, claims etc. **Mansarovar K. Tripathi (Advocate)** Ch.No.315, M.C. Sarbadacharya Chambers, Supreme Court, Delhi.

**FOR DAILY BUSINESS.**  
**FINANCIAL EXPRESS**  
financialexpress.com

**THE BUSINESS DAILY.**  
**For All Advertisement Booking Call : 0120-6651214**



**BIKAJI FOODS INTERNATIONAL LTD.**

Registered Office: F 196-199, F 178, E 188, Bichhwal Industrial Area, Bikaner, Rajasthan, India - 334006  
Corporate Office: Plot No. E-558-561, C-569-572, E-573-577, F-585-592, Karni Extension, RIICO Industrial Area, Bikaner, Rajasthan, India - 334004  
CIN: L15499RJ1995PLC010856  
Email: cs@bikaji.com | Website: www.bikaji.com | Phone: 91-151-2250350

**FORM NO. CAA. 2**

[Pursuant to Section 230 (3) of the Companies Act, 2013 read with rules 6 and 7 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2014]

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, JAIPUR BENCH  
COMPANY APPLICATION CA (CAA) NO. 02/230-232/JPR/2023**

In the matter of the Companies Act, 2013;

AND

In the matter of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013;

AND

In the matter of Scheme of Amalgamation of Hanuman Agrofood Private Limited with Bikaji Foods International Limited and their respective shareholders and creditors.

**Hanuman Agrofood Private Limited**  
[CIN U15310RJ2012PTC039805], a company registered under provisions of the Companies Act, 1956 and having its registered office at F-196-197, Bichhwal Industrial Area, Bikaner-334006, in the state of Rajasthan, India.

..... Applicant 1 / Transferor Company

**Bikaji Foods International Limited**  
[CIN: L15499RJ1995PLC010856], a company registered under provisions of the Companies Act, 1956 and having its registered office at F 196-199, F 178 & E 188, Bichhwal Industrial Area, Bikaner-334006, in the state of Rajasthan, India

..... Applicant 2 / Transferee Company

**PUBLICATION OF NOTICE OF THE MEETING OF EQUITY SHAREHOLDERS AND UNSECURED CREDITORS OF THE BIKAJI FOODS INTERNATIONAL LIMITED**

Notice is hereby given that by an order dated July 31, 2023, together with Speaking-In-Minutes dated August 8, 2023, in the Company Application No. 02/230-232/JPR/2023, the Hon'ble National Company Law Tribunal, Jaipur Bench ("Tribunal" or "NCLT") has directed inter-alia, to convene separate meetings of the Equity Shareholders and Unsecured Creditors of Bikaji Foods International Limited ("BIKAJI" or "Transferee Company" or "Company"), to be held, for the purpose of considering, and if thought fit, approving, with or without modifications, the Scheme of Amalgamation of Hanuman Agrofood Private Limited ("HAPL" or "Transferor Company") with BIKAJI and their respective shareholders and creditors ("Scheme of Amalgamation"), pursuant to the provisions of Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Act") and applicable rules and regulations made thereunder. In pursuance of the said order, and as directed therein, further notice is hereby given that separate meetings of Equity Shareholders and Unsecured Creditors of the Company will be held through Video Conferencing/ Other Audio-Visual Means mode ("VC/OAVM"), without physical presence of the members or creditors respectively at a common venue, in compliance with the applicable provisions of the Act read with the rules prescribed thereunder, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and following inter-alia the operating procedures (with requisite modifications) as may be required as per General Circular No. 14/2020 dated April 8, 2020 read with the General Circular Nos. 17/2020 dated April 13, 2020, 22/2020 dated 15 June, 2020, 30/2020 dated December 31, 2020 and No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CMD/IR/P/2020/79 dated May 12, 2020 read with the Circular No. SEBI/HO/CFD/CMD/IR/P/2021/11 dated January 15, 2021 and other relevant circulars in this regard issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circulars"), as per the schedule mentioned below, at which day and time the said Equity Shareholders and Unsecured Creditors of the Company are requested to attend:

Sr. No.	Class of Meeting	Date of Meeting	Time of Meeting (IST)	Mode of Meeting
1	Equity Shareholders	Monday, September 25, 2023	11:00 A.M.	
2	Unsecured Creditors	Monday, September 25, 2023	02:00 P.M.	Through VC/OAVM

In compliance with the said order and provisions of Section 108 and other applicable provisions of the Act and rules made thereunder, Regulation 44 of the Listing Regulations, and Secretarial Standard - 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), the Company has provided the facility of voting by remote electronic voting ("Remote e-voting") and electronic voting during the aforesaid meetings ("E-voting") and for the same, Company has appointed the Central Depository Services (India) Limited ("CDSL") as the authorised agency, for facilitating the voting through electronic means, and also, the participation in the meetings through VC/OAVM. The facility is offered, so as to enable the Equity Shareholders and Unsecured Creditors to cast their votes on the resolution, proposed to be passed at their respective meetings. The detailed instructions for joining the meetings through VC/OAVM along with the manner of casting vote through remote e-voting prior to the meetings or through e-voting during the meetings, are given in the notes to the Notice of the respective meetings.

- In compliance with the said order and relevant circulars, the Notice of the aforesaid meetings, together with the documents accompanying the same, has been sent as mentioned below:
- to the Equity Shareholders on **Tuesday, August 22, 2023**, whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Depositories as on **Friday, July 28, 2023**:
    - through electronic mode (i.e., by way of e-mail) to the Equity Shareholders, whose e-mail IDs are registered with the CDSL/ Depositories; and
    - through registered post or speed post or courier to the Equity Shareholders, whose e-mail IDs are not registered with the Depositories.
  - to the Unsecured Creditors on **Tuesday, August 22, 2023**, whose debt value is ₹ 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) or more in the books of accounts of the Transferee Company as on **Friday, June 30, 2023**:
    - through electronic mode (i.e., by way of e-mail) to the unsecured creditors, whose e-mail IDs are registered with the Company; and
    - through registered post or speed post or courier to the unsecured creditors, whose e-mail IDs are not registered with the Company.

Notices of the meetings, copy of the Scheme of Amalgamation along with the explanatory statement and necessary annexures thereof under Section 230 and 232 read with the Section 102 and other applicable provisions of the Act and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2014 can also be accessed/ downloaded from the website of the Company at <https://www.bikaji.com> and from the website of M/s Link Intime India Private Limited ("Company's Registrar and Share Transfer Agents" or "RTA" or "LITPL") at <https://www.linkintime.co.in> and the e-voting website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com) and from the relevant section of the websites of the recognized Stock Exchanges, on which the shares of the Company are listed i.e., BSE Limited and National Stock Exchange of India Ltd. at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), respectively. The above referred documents can also be obtained free of charge, by Equity Shareholders and Unsecured Creditors who are eligible to vote in the corresponding meetings, between 11:00 A.M. IST to 01:00 P.M. IST on any day (except Saturday, Sunday and public holidays) upto the date of the respective meetings, from the Registered Office of the Company or by writing an e-mail to the Transferee Company at [cs@bikaji.com](mailto:cs@bikaji.com), upto the date of the respective meetings.

The cut-off date for e-voting (including Remote e-voting) and time period for the remote e-voting of the aforesaid meetings is as under:

Particulars	Equity Shareholders Meeting	Unsecured Creditors Meeting
Cut-off date for e-voting	Monday, September 18, 2023	Friday, June 30, 2023
E-voting start date and time	Friday, September 22, 2023 at 10:00 A.M. IST	Friday, September 22, 2023 at 10:00 A.M. IST
E-voting end date and time	Sunday, September 24, 2023 at 05:00 P.M. IST	Sunday, September 24, 2023 at 05:00 P.M. IST

The votes should be cast in the manner described in the instructions, as provided in the notes to the Notice of the respective meetings. The facility for casting vote through remote e-voting shall be disabled by the CDSL after the above-mentioned date and time, for the meetings.

An Equity Shareholder, whose name is recorded in the Register of Members/ List of Beneficial Owners maintained by the Depositories as on **Monday, September 18, 2023**, being the cut-off date for voting eligibility of Equity Shareholders, shall only be entitled to avail the facility of e-voting and attend the meeting of the Equity Shareholders. The voting rights of the Equity Shareholders shall be in proportion to their holding in the paid-up equity share capital of the Company as on the cut-off date.

Unsecured Creditors, whose names are recorded in the records of the Company as on **Friday, June 30, 2023**, being the cut-off date for voting eligibility of Unsecured Creditors, shall only be entitled to avail facility of e-voting and attend the meeting of the Unsecured Creditors respectively. The voting rights of the unsecured creditors shall be in proportion to value of debts recorded in the books of the Company as on the cut-off date.

Any person who is not an equity shareholder or an unsecured creditor of the Transferee Company, as the case may be, on the corresponding cut-off date for voting eligibility, should treat the Notice for information purpose only.

The Equity Shareholders and Unsecured Creditors, who have already cast their vote through Remote e-voting prior to the respective meetings, shall be eligible to attend the meetings through VC/ OAVM facility, however, they shall not be entitled to cast their vote again through e-voting during the meetings.

Any person who has become equity shareholder / member of the Company after dispatch of the Notice, but on or before the cut-off date for e-voting, i.e. **Monday, September 18, 2023**, or has registered the e-mail address after dispatch of the related Notice, may obtain the User ID and Password in the manner outlined in the Notice of meetings.

Unsecured Creditors of the Transferee Company not in receipt of the relevant Notice, including those having individual debt value of less than ₹ 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only), shall be entitled to attend and vote at the meeting of Unsecured Creditors by following instructions as given in the Notice.

Since, the meetings will be held through VC/ OAVM, the facility for appointment of proxies will not be available for the meetings. However, Institutional/ Corporate Shareholders and Creditors etc., are encouraged to attend the meetings through VC/ OAVM and such Institutional/ Corporate Shareholders and Creditors etc., are entitled to appoint their Authorized Representatives for the purpose of voting through remote e-voting, for participation in the meeting through VC/ OAVM facility and e-voting during the Meeting.

The Hon'ble NCLT has appointed **Mr. Raghu Nayyar**, Advocate and **Mr. Sandeep Taneja**, Advocate, to act as the Chairperson and Alternate Chairperson, respectively of the respective separate meetings, including any adjournment(s) thereof. The Scheme of Amalgamation, if approved by the Equity Shareholders and Unsecured Creditors at the meetings, will be subject to the subsequent approval of the Hon'ble NCLT, Jaipur Bench and any other approvals, permission(s) and sanction(s) from any other regulatory and statutory authority(ies), as may be required.

Further, the Hon'ble NCLT has appointed **Mr. Kartavya Shukla**, Practising Chartered Accountant, as the Scrutinizer for the respective meetings, including any adjournment(s) thereof, to scrutinize the votes cast through electronic means prior to the meetings as well as during the meetings, in a fair and transparent manner.

The voting results of the particular meeting(s) shall be announced by the Chairperson of the said meeting(s), or person duly authorized by him, within 2 (Two) working days of the conclusion of the meeting(s), upon receipt of the Scrutinizer's report. The said results along with the Scrutinizer's report shall be displayed on the website of the Company at [www.bikaji.com](http://www.bikaji.com) and on the website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com), being the agency appointed by the Company to provide the voting facility to the equity shareholders and unsecured creditors as well as on the notice board of the Company at its Registered Office, besides being intimated to the recognized Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Ltd.

In case of any query(ies) and/or grievance(s) in respect of e-voting by electronic means, Equity Shareholders may refer to the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available in the downloads section of the e-voting website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com). Equity Shareholders and Unsecured Creditors who have any queries and/or grievances in respect of voting by electronic means or who need assistance before or during the meeting with use of technology, can

- Send a request at the designated e-mail address: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33; or
- Contact **Mr. Rakesh Dalvi**, Sr. Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Malafat Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013; and
- Equity Shareholders may also write an e-mail to **Mr. Rahul Joshi, Head - Legal and Company Secretary** of the Company at the e-mail address: [cs@bikaji.com](mailto:cs@bikaji.com).

Equity Shareholders and Unsecured Creditors are requested to carefully read the Notice of the respective meetings and in particular, the instructions for joining the (r) particular Meeting and manner of casting vote through Remote e-voting or e-voting at the meeting(s).

For BIKAJI FOODS INTERNATIONAL LIMITED

Date: August 22, 2023  
Place: Bikaner  
Rahul Joshi  
Head - Legal and Company Secretary  
Membership No.: ACS 31315

