MAYANK CATTLE FOOD LIMITED
(CIN NO.: L01210GJ1998PLC033969)
Regd. Off: R.S. No. 162, Rajkot Jamnagar Highway, Nr. Khandheri Stadium,
Vill. Naranka, Tal. Paddhari, Rajkot, Gujarat-360110
(M): 93777 79077 Email: info@mayankcattlefood.com
Website: www.mayankcattlefood.com

AGM NOTICE

Notice is hereby given that the 28th Annual General Meeting of the MAYANK CATTLE FOOD LIMITED (Previously known as MAYANK CATTLE FOOD PRIVATE LIMITED) will be held on Thursday, August 06, 2026 at 12.30 P.M. at the Registered Office of the Company Situated at R. S. No. 162, Rajkot Jamnagar Highway, Nr. Khandheri Stadium, Vill. Naranka, Tal. Paddhari, Dist. Rajkot 360110 India to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited accounts of the Company for the year ended on 31st March, 2026 and the report of the Auditors and Directors thereon.

2. To appoint Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458), who retires by rotation as a Director and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

3. **To Ratify of Cost Auditor's Remuneration:**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 27,000/- (Rupees Twenty Seven Thousand only) plus applicable taxes, travel and out-of-pocket and other expenses incurred in connection with the audit, as approved by the Board of Directors, payable to M/s Tadhani & Co., Cost Accountants (Firm Registration No. 003635) who are appointed as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2027."

4. **To re-appoint Mr. Bharatkumar Popatlal Vachhani (DIN: 00585375) as Managing Director:**

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Bharatkumar Popatlal Vachhani (DIN: 00585375) as Managing Director and Key Managerial Personnel of the Company for a period of 5 (Five) years with effect from July 24, 2026 and not liable to retire by rotation on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Bharatkumar Popatlal Vachhani.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

5. **To re-appoint Mr. Ajay Popatlal Vachhani (DIN: 00585290) as Whole-time director:**

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Ajay Popatlal Vachhani (DIN: 00585290) as Whole time Director of the Company for a period of 5 (Five) years with effect from 24th July, 2026 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Ajay Popatlal Vachhani.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

6. **To re-appoint Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458) as Whole-time director:**

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458) as Whole time Director of the Company for a period of 5 (Five) years with effect from 24th July, 2026 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Tanmai Ajaybhai Vachhani.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

7. **To re-appoint Mr. Mayank Bharatkumar Vachhani (DIN: 08675340) as Whole-time director:**

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

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) approval of the Members of the Company be and is hereby accorded to the re-appointment of Mr. Mayank Bharatkumar Vachhani (DIN: 08675340) as Whole time Director of the Company for a period of 5 (Five) years with effect from 24th July, 2026 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment including remuneration in such manner as may be agreed between the Board of Directors and Mr. Mayank Bharatkumar Vachhani.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."

8. **To re-appoint Mrs. Ekta Ankur Dholakia (DIN: 10150882) as an Independent Director:**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Ekta Ankur Dholakia (DIN: 10150882), who was appointed as an Independent Director and who holds office up to July 23, 2026 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, being eligible, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, that is, up to July 23, 2031;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

9. **To approve revision in remuneration of Mr. Bharatkumar Popatlal Vachhani (DIN: 00585375), Managing Director of the company.**

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

“**RESOLVED THAT** in accordance with the provisions of Section 197, 198 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule V of the Act, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), with the recommendation of Nomination and Remuneration Committee of the Board, and subject to other approvals, if any, the consent of the Company be and is hereby given for revision in remuneration of Mr. Bharatkumar Popatlal Vachhani, Managing Director from Rs. 50,00,000/- (Rupees Fifty Lakh Only) per annum to Rs. 72,00,000/- (Rupees Seventy Two Lakh Only) per annum with effect from 01.04.2026.

RESOLVED FURTHER THAT except for the above said revision in remuneration, all others terms and condition of his appointment as Managing Director of the company, as approved by the shareholders at the Shareholders' Meeting to be held on 06.08.2026, shall remain unchanged.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profit in any financial year Mr. Bharatkumar Popatlal Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

10. To approve revision in remuneration of Mr. Ajay Popatlal Vachhani (DIN: 00585290), Whole-time Director of the company.

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

"**RESOLVED THAT** in accordance with the provisions of Section 197, 198 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule V of the Act, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), with the recommendation of Nomination and Remuneration Committee of the Board, and subject to other approvals, if any, the consent of the Company be and is hereby given for revision in remuneration of Mr. Ajay Popatlal Vachhani, Whole-time Director from Rs. 50,00,000/- (Rupees Fifty Lakh Only) per annum to Rs. 72,00,000/- (Rupees Seventy Two Lakh Only) per annum with effect from 01.04.2026.

RESOLVED FURTHER THAT except for the above said revision in remuneration, all others terms and condition of his appointment as Managing Director of the company, as approved by the shareholders at the Shareholders' Meeting to be held on 06.08.2026, shall remain unchanged.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profit in any financial year Mr. Ajay Popatlal Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

11. To approve revision in remuneration of Mr. Ankit Bharatbhai Vachhani (DIN: 07279064), CFO and Director of the company.

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

"**RESOLVED THAT** in accordance with the provisions of Section 197, 198 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule V of the Act, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), with the recommendation of Nomination and Remuneration Committee of the Board, and subject to other approvals, if any, the consent of the Company be and is hereby given for revision in remuneration of Mr. Ankit Bharatbhai Vachhani, CFO and Director from Rs. 18,00,000/- (Rupees Eighteen Lakh Only) per annum to Rs. 25,00,000/- (Rupees Twenty Five Lakh Only) per annum with effect from 01.04.2026.

RESOLVED FURTHER THAT except for the above said revision in remuneration, all others terms and condition of his appointment as CFO and Director of the company, as approved in the Board Meeting of the company held on 01.07.2023 shall remain unchanged.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profit in any financial year Mr. Ankit Bharatbhai Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

12. **To approve revision in remuneration of Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458), Whole-time director of the company.**

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

"**RESOLVED THAT** in accordance with the provisions of Section 197, 198 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule V of the Act, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), with the recommendation of Nomination and Remuneration Committee of the Board, and subject to other approvals, if any, the consent of the Company be and is hereby given for revision in remuneration of Mr. Tanmai Ajaybhai Vachhani, Whole-time director from Rs. 6,00,000/- (Rupees Six Lakh Only) per annum to Rs. 10,00,000/- (Rupees Ten Lakh Only) per annum with effect from 01.04.2026.

RESOLVED FURTHER THAT except for the above said revision in remuneration, all others terms and condition of his appointment as Managing Director of the company, as approved by the shareholders at the Shareholders' Meeting to be held on 06.08.2026, shall remain unchanged.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profit in any financial year Mr. Tanmai Ajaybhai Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

13. To approve revision in remuneration of Mr. Mayank Bharatkumar Vachhani (DIN: 08675340), Whole-time director of the company.

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

“**RESOLVED THAT** in accordance with the provisions of Section 197, 198 and all other applicable provisions of the Companies Act, 2013 (“the Act”) read with Schedule V of the Act, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), with the recommendation of Nomination and Remuneration Committee of the Board, and subject to other approvals, if any, the consent of the Company be and is hereby given for revision in remuneration of Mr. Mayank Bharatkumar Vachhani, Whole-time director from Rs. 6,00,000/- (Rupees Six Lakh Only) per annum to Rs. 10,00,000/- (Rupees Ten Lakh Only) per annum with effect from 01.04.2026.

RESOLVED FURTHER THAT except for the above said revision in remuneration, all others terms and condition of his appointment as Managing Director of the company, as approved by the shareholders at the Shareholders' Meeting to be held on 06.08.2026, shall remain unchanged.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profit in any financial year Mr. Mayank Bharatkumar Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

14. To approve issue of bonus equity shares to the members of the Company.

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

RESOLVED THAT in accordance with Section 63 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Share Capital and Debentures) Rules, 2014 ("Rules"), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and Foreign Exchange Management Act, 1999 ("FEMA") [including any statutory modification(s) or re-enactment(s) of the Act, Rules, SEBI ICDR, SEBI LODR and FEMA for the time being in force] and other applicable regulations, rules and guidelines issued, from time to time, by Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Articles of Association of the Company and subject to such permissions, consents and approvals as may be required from the concerned authorities, approval of the members be and is hereby accorded to the Board of Directors of the Company ("the Board", the term which shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution) for capitalisation of a sum not exceeding Rs. 5,40,00,000 out of the retained earnings of the Company, as per the audited financial statements for the year ended 31st March 2026, for the purpose of issue and allotment of bonus equity shares of Rs.10/- (Rupee Ten only) each, to the eligible members of the Company holding fully paid-up equity shares of the Company whose names appear in the Register of Members/ Beneficial Owners as on the 'Record Date', as may be determined by the Board for this purpose, in the ratio of one (1) new bonus equity share for every one (1) existing fully paid-up equity share held by the members and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up equity share capital of the Company held by each such member and not as an income of the members.

RESOLVED FURTHER THAT the bonus equity shares so allotted shall rank pari-passu in all respects with the existing fully paid-up equity shares of the Company as on the Record Date.

RESOLVED FURTHER THAT the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the aforesaid bonus equity shares.

RESOLVED FURTHER THAT the bonus equity shares so allotted shall be credited only in dematerialised form to the beneficiary accounts of the members with their respective Depository Participant(s), and in the case of members who hold equity shares in physical form, the bonus equity shares so allotted shall be credited to a separate suspense escrow demat account until such bonus equity shares are credited by the Company in dematerialised form to the beneficiary accounts of such members with their respective Depository Participant(s), subject to the Act, SEBI LODR, SEBI ICDR or any other applicable laws, regulations, rules and guidelines as may be issued by MCA, SEBI or any other authority in this regard, and the voting rights of such bonus equity shares held in the suspense escrow demat account shall remain frozen.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent that they relate to Non-Resident Indians ("NRIs"), Overseas Corporate Bodies ("OCBs"), Foreign Institutional Investors ("FIIs") and other Foreign Investors, shall be subject to the approval of RBI or any other regulatory authority, if any.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the equity shares of the Company are listed, as per the provisions of the SEBI LODR and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT for the purposes of giving effect to the issue, allotment and listing of bonus equity shares as resolved hereinbefore, the Board, Managing Director, Executive Director and Chief Financial Officer and the Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things, as may be deemed necessary or desirable for such purpose, to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard including without limitation, filing application(s), registration(s), statement(s),e-form(s), if any, and other documents with MCA, SEBI, RBI, BSE Limited, National Securities Depository Limited, Central Depository Services (India) Limited or any other regulatory authority, to give effect to this Resolution.

15. **To increase the Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association**

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

RESOLVED THAT in accordance with Sections 13, 61 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from Rs. 6,00,00,000/- (Rupees six crore only) divided into 60,00,000 (Sixty Lakh) equity shares of Rs. 10/- (Rupee ten only) each to Rs.

12,00,00,000/- (Rupees Twelve crore only) by creation of an additional 60,00,000 (Sixty Lakh) equity shares of Rs. 10/- (Rupee Ten only) each and consequently, the existing Clause 5 of the Memorandum of Association of the Company be and is hereby substituted with the following new Clause 5:

"5. The Authorised Share Capital of the Company is Rs. 12,00,00,000/- (Rupees Twelve crore only) divided into 1,20,00,000 (One Crore Twenty Lakh) equity shares of Rs. 10/- (Rupee Ten only) each.

RESOLVED FURTHER THAT for the purposes of giving effect to the increase in the Authorised Share Capital of the Company as resolved hereinbefore, the Board of Directors of the Company ("the Board", the term which shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution), Managing Director, Whole-time Director, Chief Financial Officer and the Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things, as may be deemed necessary or desirable for such purpose, to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard, and all action(s) taken by the Company in connection with any matter referred to or contemplated in this Resolution, be and are hereby approved, ratified and confirmed in all respects.

For and on behalf of
MAYANK CATTLE FOOD LIMITED

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ABHIJEETSEN HRUSIKESH SAHOO
Company Secretary & Compliance Officer
Membership No. A75682

Date: 08.07.2026
Place: Rajkot

Registered Office:
R. S. No. 162, Rajkot Jamnagar Highway,
Nr. Khandheri Stadium, Vill. Naranka,
Tal. Paddhari, Dist. Rajkot 360110
CIN- L01210GJ1998PLC033969
E-Mail Id: info@mayankcattlefood.com
Phone Number: +91 93777 79077

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Notice, is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of company Secretaries of India in respect of Director seeking appointment/re-appointment at this AGM are also annexed.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING ON HIS/HER BEHALF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

3. Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 in number and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

4. The instrument of proxy, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of limited companies, societies, etc. must be supported by an appropriate resolution or authority as applicable.

5. Corporate members intending to send their authorised representatives to attend the Annual General Meeting are requested to send a certified copy of the Board Resolution to the Company, authorising their representative to attend and vote on their behalf at the Meeting.

6. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of the names will be entitled to vote.

7. Members/proxies/authorised representatives are requested to bring to the meeting necessary details of their shareholding and duly filled Attendance Slip enclosed herewith to attend the Meeting.

8. Members whose names are recorded in the Register of Members or in the Register of beneficial Owners maintained by the Depositories as on the Cut-off date i.e. July 24, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

9. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information and Instructions including details of user id and password relating to e-voting are sent herewith. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. The members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.

10. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.

11. The dividend on equity shares, if declared at the Meeting. will be credited/dispatched within a week from the conclusion of the Meeting to those members whose names appear on the Company's Register of Members on the Record Date fixed for the purpose; in respect of the shares held in dematerialised mode, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.

12. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their Depository Participants ("DPs") with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Company/Company's Registrar and Transfer Agents, i.e. Cameo Corporate Services Limited.

13. Process and manner for Members opting for e-Voting are as under: -

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

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

i) The voting period begins on 9.00 A.M (IST) of 01st August, 2026 and ends on 5.00 P.M (IST) of 05th August, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 24th July, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 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. 4) 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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 **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at: 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at :022-4886 7000 and 022-2499 7000

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

(i) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form**.

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

2) Click on “Shareholders” module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

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

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

(ii) After entering these details appropriately, click on “SUBMIT” tab.

(iii) 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.

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

(v) Click on the EVSN for the relevant **"MAYANK CATTLE FOOD LIMITED"** on which you choose to vote.

(vi) 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.

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

(viii) 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.

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

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

(xii) 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.

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

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

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

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@mayankcattlefood.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose email/mobile no. are not registered with the company/depositories.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

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

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

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

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

As required by sub section 1 of Section 102 of the Companies Act, 2013, the following explanatory statement set out all the material facts relating to Item No. 3 to 15 of the accompanying Notice dated 08.07.2026.

Item No. 3

The Board has, at its Meeting, approved the appointment of M/s. Tadhani & Co., Cost Accountants (FRN: 003635) as Cost Auditors of the Company at a remuneration of Rs. 27,000/- (Rupees Twenty Seven Thousand only) Plus GST for the Financial Year ending 31st March 2026. In accordance with the provisions of Section 148 of the Companies Act, 2013 (Act), read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending 31st March 2026.

None of the Directors, Key Managerial Personnel of the Company, their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid matter.

The Board recommends the Ordinary Resolution set out at Item No. 03 of the Notice for approval by the Members.

Item No. 4

The Board of Directors of the Company at their meeting held on June 23, 2026, re-appointed Mr. Bharatkumar Popatlal Vachhani (DIN: 00585375) as Managing Director of the Company for a term of 5 years w.e.f. July 24, 2026 and he holds the office of Managing Director of the company till July 23, 2026.

Based on the recommendation of the Nomination and Remuneration Committee, the board of directors, at their meeting held on Tuesday, June 23, 2026, re appointed Mr. Bharatkumar Popatlal Vachhani (DIN: 00585375) as Managing Director of the company for a further period of 5 years w.e.f. July 24, 2026 upto July 23, 2031, subject to approval of members in the ensuing AGM.

The material terms and conditions:-

1. **Period of Appointment**: July 24, 2026 to July 23, 2031

2. **Remuneration**: As may be approved in the ensuing Annual General Meeting

3. **Perquisites/Allowances**: In addition to salary, the Managing Director shall be entitled to the following perquisites/ allowances:
    1. Travel & Transportation: Airfare, trains, taxis, mileage for personal vehicles used for business, and airport parking.

2. Accommodation: Hotel bookings, valet charges, and incidental overnight out-of-pocket expenses.
3. Meals & Entertainment: Business meals, client entertaining, and necessary subsistence when traveling.
4. Communication & Utilities: Official postage, printing, and business-related telephone or mobile bills.
5. Equipment & IT: Laptops, phones, software subscriptions, and other assets strictly necessary to run the business.
6. Professional Development: Continuing education courses, seminars, and professional organization membership fees.
7. Medical Expenses: Reimbursed medical expenditures authorized by a bona fide board resolution.
8. Office Consumables: General heating, lighting, or office supplies used explicitly for business purposes.

4. Where in any financial year during his tenure as Managing Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.

5. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

6. The terms and conditions of the said appointment herein may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.

7. The said re-appointment including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

Mr. Bharatkumar Popatlal Vachhani has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by the BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Mr. Bharatkumar Popatlal Vachhani has given his consent to act as a Director of the Company, pursuant to Section 152 of the Act, subject to the approval of the Members. He satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. In terms of Section 164 of the Act, he is not disqualified from being re-appointed as Director.

The details of Mr. Bharatkumar Popatlal Vachhani as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this Notice
Keeping in view that Mr. Bharatkumar Popatlal Vachhani have rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of

time; it would be in the interest of the Company to re-appoint Mr. Bharatkumar Popatlal Vachhani as a Managing Director.

Mr. Bharatkumar Popatlal Vachhani and his relatives are interested in the Special Resolution set out at Item No. 4 of the Notice. None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any.

The board recommends passing a Special Resolution as set forth in Item No. 4 of the notice for approval of the members.

Item No. 5

The Board of Directors of the Company at their meeting held on June 23, 2026, re-appointed Mr. Ajay Popatlal Vachhani (DIN: 00585290) as Whole-time director of the Company for a term of 5 years w.e.f. July 24, 2026 and he holds the office of Whole-time Director of the company till July 23, 2026.

Based on the recommendation of the Nomination and Remuneration Committee, the board of directors, at their meeting held on Tuesday, June 23, 2026, re appointed Mr. Ajay Popatlal Vachhani (DIN: 00585290) as Whole-time director of the company for a further period of 5 years w.e.f. July 24, 2026 upto July 23, 2031, subject to approval of members in the ensuing AGM.

The material terms and conditions:-

1. **Period of Appointment**: July 24, 2026 to July 23, 2031

2. **Remuneration**: As may be approved in the ensuing Annual General Meeting

3. **Perquisites/Allowances**: In addition to salary, the Whole-time Director shall be entitled to the following perquisites/ allowances:
    1. Travel & Transportation: Airfare, trains, taxis, mileage for personal vehicles used for business, and airport parking.
    2. Accommodation: Hotel bookings, valet charges, and incidental overnight out-of-pocket expenses.
    3. Meals & Entertainment: Business meals, client entertaining, and necessary subsistence when traveling.
    4. Communication & Utilities: Official postage, printing, and business-related telephone or mobile bills.
    5. Equipment & IT: Laptops, phones, software subscriptions, and other assets strictly necessary to run the business.
    6. Professional Development: Continuing education courses, seminars, and professional organization membership fees.
    7. Medical Expenses: Reimbursed medical expenditures authorized by a bona fide board resolution.

8. Office Consumables: General heating, lighting, or office supplies used explicitly for business purposes.

4. Where in any financial year during his tenure as Whole-time Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.

5. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

6. The terms and conditions of the said appointment herein may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.

7. The said re-appointment including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

Mr. Ajay Popatlal Vachhani has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by the BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Mr. Ajay Popatlal Vachhani has given his consent to act as a Director of the Company, pursuant to Section 152 of the Act, subject to the approval of the Members. He satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. In terms of Section 164 of the Act, he is not disqualified from being re-appointed as Director.

The details of Mr. Ajay Popatlal Vachhani as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this Notice
Keeping in view that Mr. Ajay Popatlal Vachhani have rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time; it would be in the interest of the Company to re-appoint Mr. Ajay Popatlal Vachhani as a Whole-time director

Mr. Ajay Popatlal Vachhani and his relatives are interested in the Special Resolution set out at Item No. 5 of the Notice. None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any.

The board recommends passing a Special Resolution as set forth in Item No. 5 of the notice for approval of the members.

Item No. 6

The Board of Directors of the Company at their meeting held on June 23, 2026, re-appointed Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458) as Whole-time director of the Company for a term of 5 years w.e.f. July 24, 2026 and he holds the office of Whole-time Director of the company till July 23, 2026.

Based on the recommendation of the Nomination and Remuneration Committee, the board of directors, at their meeting held on Tuesday, June 23, 2026, re appointed Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458) as Whole-time director of the company for a further period of 5 years w.e.f. July 24, 2026 upto July 23, 2031, subject to approval of members in the ensuing AGM.
The material terms and conditions:-

1. **Period of Appointment**: July 24, 2026 to July 23, 2031
2. **Remuneration**: As may be approved in the ensuing Annual General Meeting
3. **Perquisites/Allowances**: In addition to salary, the Whole-time Director shall be entitled to the following perquisites/ allowances:
    1. Travel & Transportation :Airfare, trains, taxis, mileage for personal vehicles used for business, and airport parking.
    2. Accommodation : Hotel bookings, valet charges, and incidental overnight out-of-pocket expenses.
    3. Meals & Entertainment: Business meals, client entertaining, and necessary subsistence when traveling .
    4. Communication & Utilities: Official postage, printing, and business-related telephone or mobile bills.
    5. Equipment & IT: Laptops, phones, software subscriptions, and other assets strictly necessary to run the business.
    6. Professional Development: Continuing education courses, seminars, and professional organization membership fees.
    7. Medical Expenses: Reimbursed medical expenditures authorized by a bona fide board resolution.
    8. Office Consumables: General heating, lighting, or office supplies used explicitly for business purposes.

4. Where in any financial year during his tenure as Whole-time Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.

5. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

6. The terms and conditions of the said appointment herein may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.

7. The said re-appointment including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

Mr. Tanmai Ajaybhai Vachhani has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by the BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Mr. Tanmai Ajaybhai Vachhani has given his consent to act as a Director of the Company, pursuant to Section 152 of the Act, subject to the approval of the Members. He satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. In terms of Section 164 of the Act, he is not disqualified from being re-appointed as Director.

The details of Mr. Tanmai Ajaybhai Vachhani as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this Notice

Keeping in view that Mr. Tanmai Ajaybhai Vachhani have rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time; it would be in the interest of the Company to re-appoint Mr. Tanmai Ajaybhai Vachhani as a Whole-time director.

Mr. Tanmai Ajaybhai Vachhani and his relatives are interested in the Special Resolution set out at Item No. 4 of the Notice. None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any.

The board recommends passing a Special Resolution as set forth in Item No. 6 of the notice for approval of the members.

Item No. 7

The Board of Directors of the Company at their meeting held on June 23, 2026, re-appointed Mr. Mayank Bharatkumar Vachhani (DIN: 08675340) as Whole-time director of the Company for a term of 5 years w.e.f. July 24, 2026 and he holds the office of Whole-time Director of the company till July 23, 2026.

Based on the recommendation of the Nomination and Remuneration Committee, the board of directors, at their meeting held on Tuesday, June 23, 2026, re appointed Mr. Mayank Bharatkumar Vachhani (DIN: 08675340) as Whole-time director of the company for a further period of 5 years w.e.f. July 24, 2026 upto July 23, 2031, subject to approval of members in the ensuing AGM.

The material terms and conditions:-

1. **Period of Appointment**: July 24, 2026 to July 23, 2031

2. **Remuneration:** As may be approved in the ensuing Annual General Meeting

3. **Perquisites/Allowances**: In addition to salary, the Whole-time Director shall be entitled to the following perquisites/ allowances:
    1. Travel & Transportation :Airfare, trains, taxis, mileage for personal vehicles used for business, and airport parking.
    2. Accommodation : Hotel bookings, valet charges, and incidental overnight out-of-pocket expenses.
    3. Meals & Entertainment: Business meals, client entertaining, and necessary subsistence when traveling .
    4. Communication & Utilities: Official postage, printing, and business-related telephone or mobile bills.
    5. Equipment & IT: Laptops, phones, software subscriptions, and other assets strictly necessary to run the business.
    6. Professional Development: Continuing education courses, seminars, and professional organization membership fees.
    7. Medical Expenses: Reimbursed medical expenditures authorized by a bona fide board resolution.
    8. Office Consumables: General heating, lighting, or office supplies used explicitly for business purposes.

4. Where in any financial year during his tenure as Whole-time Director, if the Company has no profit or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites/allowances as aforesaid.

5. No sitting fees shall be payable to him for attending the meeting of the Board of Directors or Committee thereof.

6. The terms and conditions of the said appointment herein may be altered and varied by the Board of Directors from time to time at its discretion as it may deem fit so as not to exceed the limits specified in the Schedule V to the Companies Act, 2013, or any other amendments made hereafter in that regard.

7. The said re-appointment including the remuneration payable to him, is subject to the approval of the members and all such sanctions as may be necessary and shall be given effect to as per the modification, if any, made/ approved.

Mr. Mayank Bharatkumar Vachhani has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by the BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Mr. Mayank Bharatkumar Vachhani has given his consent to act as a Director of the Company, pursuant to Section 152 of the Act, subject to the approval of the Members. He satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. In terms of Section 164 of the Act, he is not disqualified from being re-appointed as Director.

The details of Mr. Mayank Bharatkumar Vachhani as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions are provided in Annexure to this Notice.

Keeping in view that Mr. Mayank Bharatkumar Vachhani have rich and varied experience in the Industry and has been involved in the operations of the Company over a long period of time; it would be in the interest of the Company to re-appoint Mr. Mayank Bharatkumar Vachhani as a Whole-time director.

Mr. Mayank Bharatkumar Vachhani and his relatives are interested in the Special Resolution set out at Item No. 4 of the Notice. None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any.

The board recommends passing a Special Resolution as set forth in Item No. 7 of the notice for approval of the members.

Item No. 8

Pursuant to the approval accorded by the members of the Company, Mrs. Ekta Ankur Dholakia (DIN: 10150882) is holding the office of Independent Director of the Company and her first term ends on July 23, 2026.The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation, has recommended the reappointment of Mrs. Ekta Ankur Dholakia (DIN: 10150882) as an Independent Director for a second term of 5 (five) consecutive years from July 24, 2026, to July 23, 2031, on the Board of Directors of the Company.

The Board of Directors, based on the performance evaluation and as per the recommendation of the Nomination and Remuneration Committee, considers that, given her professional background and experience and contributions made by her during her tenure, her continuance as an Independent Director would be beneficial to the Company.

Accordingly, it is proposed to re-appoint Mrs. Ekta Ankur Dholakia (DIN: 10150882) as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years.

Mrs. Ekta Ankur Dholakia (DIN: 10150882)) is qualified to be appointed as a Director in terms of Section 164 of the Companies Act, 2013 (the “Act”) and has given his consent to act as a Director. The Company has also received a declaration from Mrs. Ekta Ankur Dholakia (DIN: 10150882) that she meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and that she is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

In the opinion of the Board of Directors, Mrs. Ekta Ankur Dholakia (DIN: 10150882) fulfils the conditions for re-appointment as an Independent Director as specified in the Act and the Listing Regulations. Mrs. Ekta Ankur Dholakia (DIN: 10150882) is independent of the management and possesses appropriate skills, experience, knowledge and capabilities required for the role of Independent Director. Considering the extensive knowledge and experience of Mrs. Ekta Ankur Dholakia (DIN: 10150882) in the Consultancy services around business analysis, systems architecture, enterprise project, planning and implementation, training and project management, reappointment of Mrs. Ekta Ankur Dholakia (DIN: 10150882) as an Independent Director is in the interest of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of this Notice except to the extent of their shareholding in the Company. The Board of Directors of the Company recommends the resolution set out at Item No. 8 of this Notice for approval of the Members as an Special Resolution.

Item No. 9

Mr. Bharatkumar Popatlal Vachhani acting as Managing Director of the Company since 24th July, 2023. At the Board Meeting of the Company held on June 23, 2026, board have approved and recommended his re-appointment as Managing Director for a further period of 5 years effective from 24th July, 2026 subject to the approval of member.

Mr. Bharatkumar Popatlal Vachhani has done Bachelor of Commerce from The Maharaja Sayajirao University of Baroda in the year 1985. Considering the contribution of Mr. Bharatkumar Popatlal Vachhani and the progress made by the Company under his leadership and guidance in accordance with provisions of Sections 197, 198 and all other applicable provisions, if any, read with Schedule V of “the Act”, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held on 07th July, 2026 approved and recommended for consideration by the Members, a revision in the remuneration of Mr. Bharatkumar Popatlal Vachhani, Managing Director from Rs. 50,00,000/- (Fifty Lakh Only) per annum to Rs. 72,00,000/- (Seventy Two Lakh Only) per annum with effect from 01.04.2026.

In the event of absence or inadequacy of profit in any financial year Mr. Bharatkumar Popatlal Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration of Mr. Bharatkumar Popatlal Vachhani, Managing Director as decided by the Board of Directors is required to be approved by the Members at their meeting. Hence, consent of the members is being sought by way of Special Resolution.

Mr. Bharatkumar Popatlal Vachhani and his relatives are interested in the Special Resolution set out at Item No. 9 of the Notice, which pertains to revision in remuneration of Mr. Bharatkumar Popatlal Vachhani.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution.

The Board of Directors recommends the Special Resolution as set out under item No. 9 for approval by the Members of the company.

Item No. 10

Mr. Ajay Popatlal Vachhani acting as Whole-time director of the Company since 24th July, 2023. At the Board Meeting of the Company held on June 23, 2026, board have approved and recommended his re-appointment as Whole-time director for a further period of 5 years effective from 24th July, 2026 subject to the approval of member.

Mr. Ajay Popatlal Vachhani has done Bachelor of Commerce from H L College of Commerce, Ahmedabad in the year 1987. Considering the contribution of Mr. Ajay Popatlal Vachhani and the progress made by the Company under his leadership and guidance in accordance with provisions of Sections 197, 198 and all other applicable provisions, if any, read with Schedule V of “the Act”, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held on 07th July, 2026 approved and recommended for consideration by the Members, a revision in the remuneration of Mr. Ajay Popatlal Vachhani, Whole-time director from Rs. 50,00,000/- (Fifty Lakh Only) per annum to Rs. 72,00,000/- (Seventy Two Lakh Only) per annum with effect from 01.04.2026.

In the event of absence or inadequacy of profit in any financial year Mr. Ajay Popatlal Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration of Mr. Ajay Popatlal Vachhani, Whole-time director as decided by the Board of Directors is required to be approved by the Members at their meeting. Hence, consent of the members is being sought by way of Special Resolution.

Mr. Ajay Popatlal Vachhani and his relatives are interested in the Special Resolution set out at Item No. 10 of the Notice, which pertains to revision in remuneration of Mr. Ajay Popatlal Vachhani.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution.

The Board of Directors recommends the Special Resolution as set out under item No. 10 for approval by the Members of the company.

Item No. 11

Mr. Ankit Bharatbhai Vachhani acting as CFO and director of the Company since 01st July 2023 and 15th October, 2015 respectively.

Mr. Ankit Bharatbhai Vachhani has done Bachelor of Business Management from the La Trobe University Melbourne, Australia in the year 2011. Considering the contribution of Mr. Ankit Bharatbhai Vachhani and the progress made by the Company under his leadership and guidance in accordance with provisions of Sections 197, 198 and all other applicable provisions, if any, read with Schedule V of “the Act”, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held on 07th July, 2026 approved and recommended for consideration by the Members, a revision in the remuneration of Mr. Ankit Bharatbhai Vachhani, CFO and Director from Rs. 18,00,000/- (Rupees Eighteen Lakh Only) per annum to Rs. 25,00,000/- (Rupees Twenty Five Lakh Only) per annum with effect from 01.04.2026.

In the event of absence or inadequacy of profit in any financial year Mr. Ankit Bharatbhai Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration of Mr. Ankit Bharatbhai Vachhani, CFO and Director as decided by the Board of Directors is required to be approved by the Members at their meeting. Hence, consent of the members is being sought by way of Special Resolution.

Mr. Ankit Bharatbhai Vachhani and his relatives are interested in the Special Resolution set out at Item No. 11 of the Notice, which pertains to revision in remuneration of Mr. Ankit Bharatbhai Vachhani.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution.

The Board of Directors recommends the Special Resolution as set out under item No. 11 for approval by the Members of the company.

Item No. 12

Mr. Tanmai Ajaybhai Vachhani acting as Whole-time director of the Company since 24th July, 2023. At the Board Meeting of the Company held on June 23, 2026, board have approved and recommended his re-appointment as Whole-time director for a further period of 5 years effective from 24th July, 2026 subject to the approval of member.

Mr. Tanmai Ajaybhai Vachhani has completed his graduation from Cambridge International Examinations, Cambridge, England in 2013. Considering the contribution of Mr. Tanmai Ajaybhai Vachhani and the progress made by the Company under his leadership and guidance in accordance with provisions of Sections 197, 198 and all other applicable provisions, if any, read with Schedule V of "the Act", the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held on 07th July, 2026 approved and recommended for consideration by the Members, a revision in the remuneration of Mr. Tanmai Ajaybhai Vachhani, Whole-time director from Rs. 6,00,000/- (Rupees Six Lakh Only) per annum to Rs. 10,00,000/- (Rupees Ten Lakh Only) per annum with effect from 01.04.2026.

In the event of absence or inadequacy of profit in any financial year Mr. Tanmai Ajaybhai Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration of Mr. Tanmai Ajaybhai Vachhani, Whole-time director as decided by the Board of Directors is required to be approved by the Members at their meeting. Hence, consent of the members is being sought by way of Special Resolution.

Mr. Tanmai Ajaybhai Vachhani and his relatives are interested in the Special Resolution set out at Item No. 12 of the Notice, which pertains to revision in remuneration of Mr. Tanmai Ajaybhai Vachhani.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution.

The Board of Directors recommends the Special Resolution as set out under item No. 12 for approval by the Members of the company.

Item No. 13

Mr. Mayank Bharatkumar Vachhani acting as Whole-time director of the Company since 24th July, 2023. At the Board Meeting of the Company held on June 23, 2026, board have approved and recommended his re-appointment as Whole-time director for a further period of 5 years effective from 24th July, 2026 subject to the approval of member.

Mr. Mayank Bharatkumar Vachhani has done Master of Commerce from the University of New South Wales, Australia in the year 2018. Considering the contribution of Mr. Tanmai Ajaybhai Vachhani and the progress made by the Company under his leadership and guidance in accordance with provisions of Sections 197, 198 and all other applicable provisions, if any, read with Schedule V of “the Act”, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and based on the recommendation of Nomination and Remuneration Committee, the Board of Directors in its meeting held on 07th July, 2026 approved and recommended for consideration by the Members, a revision in the remuneration of Mr. Mayank Bharatkumar Vachhani, Whole-time director from Rs. 6,00,000/- (Rupees Six Lakh Only) per annum to Rs. 10,00,000/- (Rupees Ten Lakh Only) per annum with effect from 01.04.2026.

In the event of absence or inadequacy of profit in any financial year Mr. Mayank Bharatkumar Vachhani, shall be paid remuneration by way of salary, perquisites and other allowances as specified above as Minimum Remuneration, however restricted to the ceiling specified in the amended Section II of Part II of Schedule V of the Act as may be in force from time to time or alternatively, pay remuneration by way of salary, perquisites and other allowances subject to the approval of the Shareholder exceeding the ceiling limits prescribed in the amended of Schedule V of the Act.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration of Mr. Mayank Bharatkumar Vachhani, Whole-time director as decided by the Board of Directors is required to be approved by the Members at their meeting. Hence, consent of the members is being sought by way of Special Resolution.

Mr. Mayank Bharatkumar Vachhani and his relatives are interested in the Special Resolution set out at Item No. 13 of the Notice, which pertains to revision in remuneration of Mr. Mayank Bharatkumar Vachhani.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution.

The Board of Directors recommends the Special Resolution as set out under item No. 13 for approval by the Members of the company.

Item No. 14

In appreciation of continuing support from shareholders of the Company, as recommended by the Audit Committee, the Board of Directors at its meeting held on 07th July, 2026, subject to consent of the Members of the Company, approved and recommended issue of bonus equity shares of Rs. 10/- (Rupee Ten Only) each credited as fully paid-up to eligible members of the Company in the proportion of 1 (One) new fully paid- up equity share of Rs. 10/- (Rupee Ten Only) each for every 1 (One) existing fully paid-up equity shares of Rs. 10/- (Rupee Ten Only) each held by them (i.e. in the ratio of 1:1), by capitalizing a sum not exceeding 5,40,00,000/- (Rupees Five Crore Forty Lakh only) out of free reserves of the Company as on 31st March, 2026.

The Record Date for the aforesaid bonus issue of the Equity Shares shall be fixed by the Board of Directors.

In case of fractional entitlements arising out of the issue of bonus equity shares, the Board will make suitable arrangements to deal with such fractions for the benefit of the eligible Members.

The Bonus Shares, from the date of allotment thereof, shall rank pari-passu in all respect with the existing equity shares of the Company. No Letter of allotment shall be issued in relation to the said Bonus Shares. Instead, Share Certificates will be dispatched to the Shareholders who holds the existing shares in physical form and the respective beneficiary accounts will be credited for the Bonus Shares, or such shareholders who hold the existing equity shares in dematerialized/ electronic form, within the prescribed period.

In terms of the proviso to Regulation 295 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the bonus issue would be implemented by the Company within two months from 7th July, 2026, being the date of the Board Meeting wherein the decision to announce the bonus issue was taken subject to Members' approval. Issue of bonus equity shares requires members' approval in terms of Section 63 of the Companies Act, 2013 and other applicable statutory and regulatory approvals.

Pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 and subject to applicable statutory and regulatory approvals, the issue of bonus shares of the Company requires the approval of the Members of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 14 of this Notice except to the extent of their shareholding in the Company.

The Board of Directors of the Company recommends the resolution set out at Item No. 14 of this Notice for approval of the Members as a Special Resolution.

Item No. 15

The Current Authorized Capital of the Company is Rs. 6,00,00,000/- (Rupees Six Crore Only) divided into 60,00,000 (Sixty Lakh) equity shares of Rs.10/-each and the paid up share capital of the Company is Rs. 5,40,00,000/- (Rupees Five Crore Forty Lakh Only) consisting of 54,00,000 (Fifty Four Lakh) Equity Shares of Rs.10/- (Rupees Ten) each.

The Company proposes to increase its authorized share capital to Rs. 12,00,00,000/- (Rupees Twelve crore only) to facilitate any fund raising in future via further issue of equity shares of the company or through issue of shares through bonus issue.

The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company.

Pursuant to Section 13 and 61 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing an Ordinary Resolution to that effect.

The Directors recommend the Resolution no. 15 set out in the Notice for the approval of the Members.

No Director, Manager, other key managerial personnel and relatives of the same are concerned or interested in the passing of this Resolution.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

For Item No. 2, 6 & 12

Name of Director	Tanmai Ajaybhai Vachhani
Age	28 Years and 9 Months
Date of Birth	04.10.1997
DIN	07548458
Date of First Appointment on the Board	13.07.2022
Type of Appointment	Liable to Retire by Rotation and Re-appointed as a Whole-time Director w.e.f 24th July 2026.
terms and conditions of appointment or re-appointment	In terms of Section 152(6) of the Act, Mr. Tanmai Ajaybhai Vachhani who was appointed as a director on 13th July, 2022 is liable to retire by rotation at the Meeting and Re-appointed as a Whole-time Director w.e.f 24th July 2026 for five consecutive year.
Remuneration last drawn (Including Sitting Fees if any)	Rs. 6,00,000/- (Rupees Six Lakh Only) per annum
Remuneration proposed to be paid	Rs. 10,00,000/- (Rupees Ten Lakh Only) per annum
Qualification	He has completed his graduation from Cambridge International Examinations, Cambridge, England in 2013.
Expertise in specific functional area	He has completed his graduation from Cambridge International Examinations, Cambridge, England in 2013. Which has provided him with a strong academic foundation and a global perspective toward problem-solving, analytical thinking, and business management. His educational background, combined with his practical involvement in the company's operations, enables him to contribute effectively to both technical and strategic decision-making. His leadership focuses on the adoption of technology-driven solutions, process automation, preventive maintenance systems, and operational improvements that enhance productivity and resource utilization. He actively evaluates emerging technologies and industry developments to identify opportunities that can strengthen manufacturing capabilities and improve overall efficiency
Directorship held in other companies	Nanogen Agrochem Private Limited
Memberships/Chairmanships of	NIL

Committees of other Companies	
Relationship with other Director/s	He is Son of Mr. Ajay Vachhani, Nephew of Mr. Bharat Vachhani, Cousin Brother of Mr. Mayank Vachhani and Mr. Ankit Vachhani.
the number of Meetings of the Board attended during the year	09
Number of Shares held in the Company	57,600

For Item No. 7 & 13

Name of Director	Mayank Bharatkumar Vachhani
Age	34 Years and 1 Month
Date of Birth	11.05.1992
DIN	08675340
Date of First Appointment on the Board	30.01.2020
Type of Appointment	Re-appointed as a Whole-time Director w.e.f 24th July 2026
terms and conditions of appointment or re-appointment	Re-appointed as a Whole-time Director w.e.f 24th July 2026 for five consecutive year.
Remuneration last drawn(Including Sitting Fees if any)	Rs. 6,00,000/-(Rupees Six Lakh Only) per annum
Remuneration proposed to be paid	Rs. 10,00,000/-(Rupees Ten Lakh Only) per annum
Qualification	Master of Commerce from the University of New South Wales, Australia in the year 2018
Expertise in specific functional area	He has a proven track record in leadership and strategy, effectively leading teams, formulating strategies, and setting clear organizational direction. With expertise in operational management, he have successfully overseen budgets and driven operational efficiency to align with business objectives. His strong financial and business acumen includes extensive experience in financial planning, resource management, and budget allocation, all aimed at supporting organizational growth. The director excels in team development, building strong relationships, fostering collaboration, mentoring staff, and driving performance. Key skills include strategic planning, communication, problem-solving, analytical thinking, and decision-making. Through quantifiable achievements, he have demonstrated success in areas such as increasing revenue, reducing costs, improving employee satisfaction, and completing complex projects. Additionally, he have significant experience in stakeholder engagement, effectively collaborating with stakeholders, managing expectations, and addressing client needs.
Directorship held in other companies	Nanogen Agrochem Private Limited
Memberships/Chairmanships of Committees of other Companies	NIL
Relationship with other Director/s	He is Son of Mr. Bharat Vachhani, Nephew of Mr. Ajay Vachhani, Brother of Mr. Ankit Vachhani and Cousin Brother of Mr. Tanmai Vachhani.
the number of Meetings of the	10

Board attended during the year	
Number of Shares held in the Company	57,600

For Item No. 4 & 9

Name of Director	Bharatkumar Popatlal Vachhani
Age	62 Years and 3 Months
Date of Birth	04.04.1964
DIN	00585375
Date of First Appointment on the Board	21.04.1998
Type of Appointment	Re-appointed as a Managing Director w.e.f 24th July 2026.
terms and conditions of appointment or re-appointment	Re-appointed as a Managing Director w.e.f 24th July 2026 for five consecutive year.
Remuneration last drawn(Including Sitting Fees if any)	Rs. 50,00,000/-(Rupees Fifty Lakh Only) per annum
Remuneration proposed to be paid	Rs. 72,00,000/- (Rupees Seventy Two Lakh Only) per annum
Qualification	He has completed graduation in Bachelor of Commerce from The Maharaja Sayajirao University of Baroda.
Expertise in specific functional area	Mr. Bharatkumar Vachhani holds a Bachelor of Commerce from The Maharaja Sayajirao University of Baroda in the year 1985. Possessing a vast experience spanning over three decades in the cattle food manufacturing industry, agri products, and commodity exports, he plays a crucial role in spearheading the strategic initiatives of the company. Under the leadership of Mr. Bharatbhai Vachhani, the invigorated growth story of Mayank Cattle Food Limited came to life. His visionary approach of establishing an integrated global cattle food company and emphasizing the importance of cattle food in the daily lives of Indian consumers has led to the remarkable success of the company, inspiring competitors to follow in its footsteps.
Directorship held in other companies	NA
Memberships/Chairmanships of Committees of other Companies	NIL
Relationship with other Director/s	He is Brother of Mr. Ajay Vachhani, Father of Mr. Mayank Vachhani and Mr. Ankit Vachhani and Uncle of Mr. Tanmai Vachhani.
the number of Meetings of the Board attended during the year	10
Number of Shares held in the Company	9,45,000

For Item No. 5 & 10

Name of Director	Ajay Popatlal Vachhani
Age	60 Years and 3 Months
Date of Birth	24.03.1966
DIN	00585290
Date of First Appointment on the Board	21.04.1998
Type of Appointment	Re-appointed as a Whole-time Director w.e.f 24th July 2026.
terms and conditions of appointment or re-appointment	Re-appointed as a Whole-time Director w.e.f 24th July 2026 for five consecutive year.
Remuneration last drawn(Including Sitting Fees if any)	Rs. 50,00,000/-(Rupees Fifty Lakh Only) per annum
Remuneration proposed to be paid	Rs. 72,00,000/-(Rupees Seventy Two Lakh Only) per annum
Qualification	He has completed graduation in Bachelor of Commerce from H L College of Commerce, Ahmedabad in the year 1987
Expertise in specific functional area	Mr. Ajay Vachhani holds Bachelor of Commerce from H L College of Commerce, Ahmedabad in the year 1987. With a pivotal role in shaping the company's strategy and driving its growth plans to sustain industry leadership, he has been an integral part of the organization for over two decades, serving in various capacities. Mr. Ajay's profound tech-savviness has played a pivotal role in crafting a cutting-edge manufacturing unit equipped with efficient machinery and state-of-the-art plants. This remarkable feat has resulted in a significant difference, ensuring top-notch quality assurance and streamlined processing times for the company.
Directorship held in other companies	Mount Ville Farm Houses Private Limited
Memberships/Chairmanships of Committees of other Companies	NIL
Relationship with other Director/s	He is Brother of Mr. Bharatkumar Vachhani, Father of Mr. Tanmai Vachhani and Uncle of Mr. Mayank Vachhani and Mr. Ankit Vachhani.
the number of Meetings of the Board attended during the year	10
Number of Shares held in the Company	9,45,000

For Item No. 11

Name of Director	Ankit Bharatbhai Vachhani
Age	38 Years and 9 Months
Date of Birth	11.09.1987
DIN	07279064
Date of First Appointment on the Board	15.10.2015
Type of Appointment	NA
terms and conditions of appointment or re-appointment	NA
Remuneration last drawn (Including Sitting Fees if any)	Rs. 18,00,000/- (Rupees Eighteen Lakh Only) per annum
Remuneration proposed to be paid	Rs. 25,00,000/- (Rupees Twenty Five Lakh Only) per annum
Qualification	He has completed Master of International Business Bachelor Degree in Commerce from La Trobe's University Australia.
Expertise in specific functional area	He is having more than 8 years of experience in the field of agro farming, Animal Health Care industry, Sales & Marketing and Client Retention. He has worked with Healthy Biosciences. Limited of the business. He looks after day-to-day routine operational activities of our Company and formulation of business policies, strategies etc. He guides company in its growth strategies
Directorship held in other companies	NA
Memberships/Chairmanships of Committees of other Companies	Nanogen Agrochem Private Limited
Relationship with other Director/s	He is Son of Mr. Bharat Vachhani, Nephew of Mr. Ajay Vachhani, Brother of Mr. Mayank Vachhani and Cousin Brother of Mr. Tanmai Vachhani.
the number of Meetings of the Board attended during the year	10
Number of Shares held in the Company	57,600

For Item No. 8

Name of Director	Ekta Ankur Dholakia
Age	36 Years and 9 Months
Date of Birth	19.09.1989
DIN	10150882
Date of First Appointment on the Board	24.07.2023
Type of Appointment	Re-appointed as an Independent Director w.e.f 24th July 2026.
terms and conditions of appointment or re-appointment	Re-appointed as an Independent Director w.e.f 24th July 2026 for five consecutive year.
Remuneration last drawn(Including Sitting Fees if any)	Sitting Fees provided as per Financials.
Remuneration proposed to be paid	She shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings.
Qualification	She is Qualified Chartered Accountant since 2020
Expertise in specific functional area	She has a rich experience in the fields of Accounting system implementation, Direct Taxation, company matter, good command over TDS & GST, Internal Audits and Project Finance.
Directorship held in other companies	Fishfa Rubbers Limited SJ Corporation Limited
Memberships/Chairmanships of Committees of other Companies	**1) SJ CORPORATION LIMITED** CIN: L22199MH1981PLC452533

Sr. No.	Name of Committee	Designation
1	Audit Committee	Chairperson
2	Stakeholders Relationship Committee	Member
3	Nomination And Remuneration Committee	Member

2) FISHFA RUBBERS LIMITED

CIN: U22199GJ2000PLC038034

Sr. No.	Name of Committee	Designation
1	Audit Committee	Member

	<table><tr><td>2</td><td>Nomination And Remuneration Committee</td><td>Member</td></tr></table>
Relationship with other Director/s	None
the number of Meetings of the Board attended during the year	10
Number of Shares held in the Company	Nil

MAYANK CATTLE FOOD LIMITED

(CIN NO.: L01210GJ1998PLC033969)

Regd. Off: R.S. No. 162, Rajkot Jamnagar Highway, Nr. Khandheri Stadium,

Vill. Naranka, Tal. Paddhari, Rajkot, Gujarat-360110

(M): 93777 79077 Email: info@mayankcattlefood.com

Website: www.mayankcattlefood.com

Attendance Slip for the 28th Annual General Meeting

(To be presented at the entrance)

28TH ANNUAL GENERAL MEETING ON
THURSDAY, AUGUST 06, 2026, AT 12.30 P.M. (IST)
R. S. No. 162, Rajkot Jamnagar Highway, Nr. Khandheri Stadium,
Vill. Naranka, Tal. Paddhari, Dist. Rajkot 360110, Gujarat, India

Folio No.______________ **DP ID No.**______________________ **Client ID No.**______________

Name of the Member: ____

Signature: ______________________

Name of the Proxy holder: ____

Signature: ______________________

I hereby record my presence at the 28th Annual General Meeting of the Company held on Thursday, August 06, 2026, at 12.30 P.M. IST at R. S. No. 162, Rajkot Jamnagar Highway, Nr. Khandheri Stadium, Vill. Naranka, Tal. Paddhari, Dist. Rajkot 360110, Gujarat, India.

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

MAYANK CATTLE FOOD LIMITED

(CIN NO.: L01210GJ1998PLC033969)

Regd. Off: R.S. No. 162, Rajkot Jamnagar Highway, Nr. Khandheri Stadium,

Vill. Naranka, Tal. Paddhari, Rajkot, Gujarat-360110

(M): 93777 79077 Email: info@mayankcattlefood.com

Website: www.mayankcattlefood.com

PROXY FORM

Name of the member (s):	**E-mail Id:**
	No. of shares held
Registered address:	**Folio No.**
	DP ID*.
	Client ID*.

* Applicable for investors holding shares in electronic form.

I/We being the member(s) of the above named Company hereby appoint:

S.No.	Name	Address	Email address	
1				or failing him
2				or failing him
3				

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28th Annual General Meeting of the Company on Thursday, August 06, 2026 at 12.30 P.M at R. S. No. 162, Rajkot Jamnagar Highway, Nr. Khandheri Stadium, Vill. Naranka, Tal. Paddhari, Dist. Rajkot 360110, Gujarat, India and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

S.No.	**Resolution**	**For**	**Against**
1	To receive, consider and adopt the audited accounts of the Company for the year ended on 31st March, 2026 and the report of the Auditors and Directors thereon.		

2	To appoint a Director in the place of Tanmai Ajaybhai Vachhani (DIN: 07548458), who retires by rotation, and being eligible, offers himself for re-appointment as a director liable to retire by rotation.		
3	To Ratification of Cost Auditor's Remuneration.		
4	To re-appoint Mr. Bharatkumar Popatlal Vachhani (DIN: 00585375) as Managing Director.		
5	To re-appoint Mr. Ajay Popatlal Vachhani (DIN: 00585290) as Whole-time director.		
6	To re-appoint Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458) as Whole-time director.		
7	To re-appoint Mr. Mayank Bharatkumar Vachhani (DIN: 08675340) as Whole-time director.		
8	To re-appoint Mrs. Ekta Ankur Dholakia (DIN: 10150882) as an Independent Director		
9	To approve revision in remuneration of Mr. Bharatkumar Popatlal Vachhani (DIN: 00585375), Managing Director of the company.		
10	To approve revision in remuneration of Mr. Ajay Popatlal Vachhani (DIN: 00585290), Whole-time Director of the company.		
11	To approve revision in remuneration of Mr. Ankit Bharatbhai Vachhani (DIN: 07279064), CFO and Director of the company.		
12	To approve revision in remuneration of Mr. Tanmai Ajaybhai Vachhani (DIN: 07548458), Whole-time director of the company.		
13	To approve revision in remuneration of Mr. Mayank Bharatkumar Vachhani (DIN: 08675340), Whole-time director of the company.		
14	To approve issue of bonus equity shares to the members of the Company.		

15	To increase the Authorised Share Capital and consequent alteration to the Capital Clause of the Memorandum of Association		

** It is optional to put a '✓' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Affix Revenue Stamp

Signed this .... day of................ 2026

Signature of shareholder......................................

Signature of Proxy holder(s) (1).................................

Signature of Proxy holder(s) (2).................................

Signature of Proxy holder(s) (3).................................

Notes:

1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2) A Proxy need not be a member of the company.

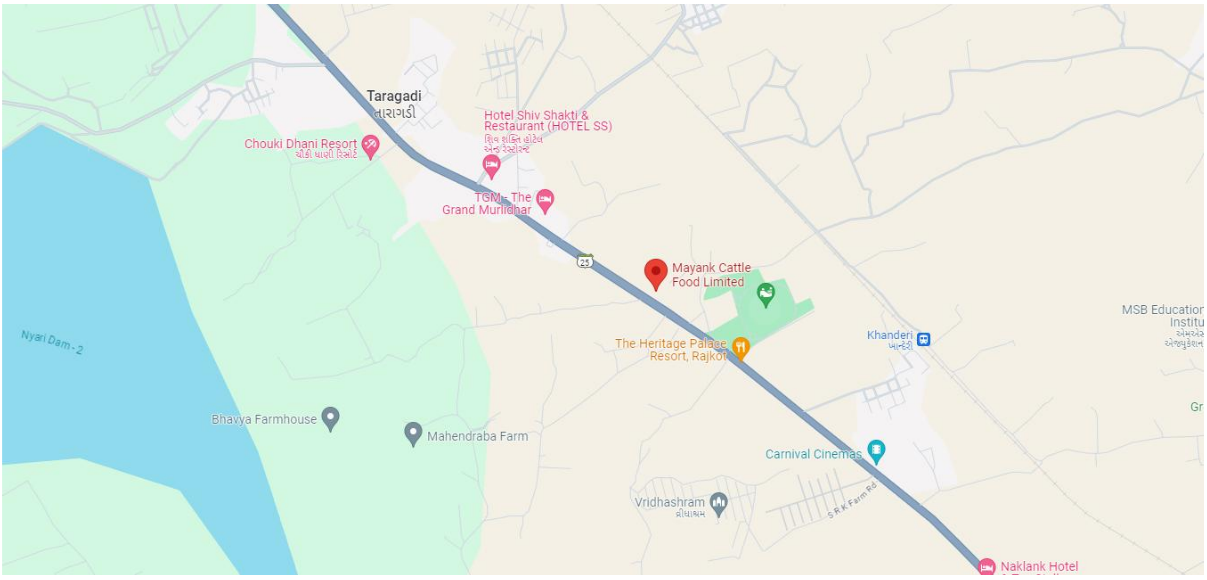
3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

4) In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

5) For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 28th Annual General Meeting.

6) Please complete all details including details of member(s) in above box before submission.

MAYANK CATTLE FOOD LIMITED - ROUTE MAP



Registered Office

R. S. No. 162, Rajkot Jamnagar Highway,
Nr. Khandheri Stadium, Vill. Naranka,
Tal. Paddhari, Dist. Rajkot 360110 India

[Directions]