

Date:- 12th January, 2026

To,
Department of Corporate Services,
BSE Ltd.,
Ground Floor, P.J Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Ref: Annvrridhhi Ventures Limited (Formerly known as J. Taparia Projects Limited)
(Script code: 538539)

ISIN: INE075K01013

Sub: Notice of postal ballot through e-voting.

Dear Sir/Madam,

In terms of Regulation 30 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2025, we enclose a copy of the Postal Ballot Notice ("Notice") dated 08th January, 2026 along with Explanatory Statement, seeking the consent of members of the Company through Postal Ballot only by way of remote e-voting for the following businesses as set out in the said Notice:

Item No.	Business item	Type of resolution
1.	APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND IND AS 24	Ordinary Resolution
2.	TO APPOINT MS. BHAVANA HAMIRBHAI JADAV (DIN: 11375842) AS NON-EXECUTIVE INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY	Special Resolution
3.	APPROVAL OF REMUNERATION PAYABLE TO MR. SARVESH MANMOHAN AGRAWAL, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY (DIN: 08766623) FOR THE REMAINING TENURE (I.E. 12 TH AUGUST, 2026 TO 11 TH AUGUST, 2028)	Special Resolution

In accordance with the applicable laws and circulars thereunder, the Notice is being sent in electronic mode only to those members whose name appeared in the Register of Members/List of Beneficial Owner maintained by the Company/RTA/ Depositories respectively as at the close of business hours on **Friday, 09th January, 2026**.

The Notice is also available on the website of the company i.e. www.annvrridhhi.com

Members whose names appeared in the Register of Members/List of Beneficial Owners as on cut-off date i.e. **Friday, 09th January, 2026** are eligible for the purpose of remote e-voting.

The remote e-voting will commence from **Wednesday, 14th January, 2026 (09:00 a.m.)** and will end on **Thursday, 12th February, 2026 (05:00 p.m.)**

Kindly take the above intimation on record.

Thanking you,

For Annvrridhhi Ventures Limited
(Formerly known as J. Taparia Projects Limited)

Sakina Lokhandwala
Company Secretary and Compliance Officer
ICSI Membership No.: A60515

POSTAL BALLOT NOTICE**(Pursuant to Sections 108 and 110 of The Companies Act, 2013 read with Rules 20 and 22 of The Companies (Management and Administration) Rules, 2014]**

Dear Member,

Notice is hereby given that the resolutions set out below are proposed for approval by the Members of **Annvrridhhi Ventures Limited (Formerly known as J. Taparia Projects Limited)** ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its Members to cast their votes electronically, pursuant to Section 110 of The Companies Act, 2013 ("the Act"), Rule 22 of The Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time).

In compliance with the aforesaid circulars issued by MCA, MCA had advised the companies to take all decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot / e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. Further, the Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members will only take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The proposed resolutions and the Explanatory Statement stating the facts as required in terms of Section 102 of the Act as appended hereto forms part of this Postal Ballot Notice ("Notice").

In compliance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with MCA Circulars, the Company is offering the facility to its Members, to exercise their right to vote on the resolutions appended to this Notice, by electronic means ('remote e-voting') only. For this purpose, the Company has availed the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to the Members of the Company.

The Board of Directors of the Company has appointed Ms. Kirti Sharma, proprietor of **M/s. Kirti Sharma & Associates**, Practicing Company Secretaries, having Membership No. ACS A41645 and CoP No. 26705 to act as a Scrutinizer to conduct the postal ballot voting process in a fair and transparent manner and she has communicated her willingness to be appointed as a Scrutinizer.

The Scrutinizer will submit their report to the Chairman of the Company or, in her absence, any person of the Company, duly authorized by the Board for the purpose, after completion of scrutiny of Postal Ballots in a fair and transparent manner.

The Results of Postal Ballot will be announced within two (2) working days from close of voting period and also be hosted on website of the Company (www.annvrridhhi.com) and on the website of NSDL (evoting@nsdl.co.in). The Results will also be communicated to BSE Limited where the Equity Shares of the Company are listed.

The resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e., **Thursday, 12th February, 2026**, in terms of the Secretarial Standard on General Meeting (SS-2) issued by The Institute of Company Secretaries of India.

SPECIAL BUSINESS:

ITEM NO.1: APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND IND AS 24:

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

“RESOLVED THAT pursuant to the provisions of Section 188 of The Companies Act, 2013 (“the Act”) and other applicable provisions, if any, read with Rule 15 of The Companies (Meetings of Board and its Powers) Rules, 2014 and any other rules made thereunder and Regulation 23 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and IND AS 24 and the rules framed thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, the Company’s Policy on Related Party Transactions, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded to enter into/ continue with the existing transaction(s)/ contract(s)/ arrangement(s)/ agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and the related party(ies), on omnibus approval for the period 01.04.2026 to 30.09.2026, in the ordinary course of business and on an arm’s length basis, as detailed in the explanatory statement annexed hereto, for an aggregate value not exceeding the limits specified therein.”

“RESOLVED FURTHER THAT such material related party transaction(s) shall include, **without limitation**, transactions relating to **sale, purchase or supply of any good(s) or material(s), availing or rendering of any service(s), trade advances and such other transactions as may be disclosed in the explanatory statement**, provided that the same are undertaken in the ordinary course of business and on an arm’s length basis.”

Sr. No.	Name of the Related Party	Relationship	Nature of transaction	Transaction amount in Rs
1	Mr. Manmohan Shreegopal Agrawal	Whole time Director and Chief Financial Officer of the company and Father of Promoter and Chairman and Managing Director of the company Category: Promoter Group	Availing of services	1 crore
2	Mr. Sarvesh Manmohan Agrawal	Promoter & Chairman and Managing Director of Annvrridhhi Ventures Limited (Formerly known as J. Taparia Projects Limited); son of Mr. Manmohan Shreegopal Agrawal, Whole Time Director and Chief Financial Officer and member of promoter	Availing of services	1 crore

		group and nephew of Mr. Jagdishprasad Shreegopal Agrawal, Non-Executive Non-Independent Director of the Company		
3	Transglobal Trade Integration	Mr. Sarvesh Manmohan Agrawal and Mr. Manmohan Shreegopal Agrawal are partners in the firm.	Sale, purchase or supply of any goods or materials, availing or rendering of any services and trade advances	95 crores
4	Transglobal Trade Integration Private Limited	Mr. Chirayu Agrawal and Mr. Sarvesh Manmohan Agrawal are directors in Transglobal Trade Integration Private Limited. Mr. Chirayu Agrawal and Mr. Sarvesh Manmohan Agrawal are shareholders in the company.	Sale, purchase or supply of any goods or materials and availing or rendering of any services	30 crores
5	Swanayra Global LLP	Mr. Sarvesh Manmohan Agrawal and Mr. Manmohan Shreegopal Agrawal are designated partners in the LLP Category: Promoter Group	Sale, purchase or supply of any goods or materials, availing or rendering of any services and trade advances	95 crores

“RESOLVED FURTHER THAT in accordance with Regulation 23 of the Listing Regulations, the approval granted by the Members through this resolution shall be valid from 01.04.2026 to 30.09.2026, and all material related party transactions entered into by the Company during the said period shall be covered under this approval.”

“RESOLVED FURTHER THAT all related parties of the Company shall abstain from voting on this resolution, whether directly or indirectly, and the resolution shall be passed only by the votes of the public shareholders, in compliance with Regulation 23(4) of the Listing Regulations.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) and/or the Chief Financial Officer and/or the Company Secretary be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this resolution, including execution of documents and making necessary disclosures with the stock exchange(s).”

ITEM NO.2: TO APPOINT MS. BHAVANA HAMIRBHAI JADAV (DIN: 11375842) AS NON-EXECUTIVE INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY:

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

“RESOLVED THAT pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”) and various Regulations of The Securities and Exchange Board of India (Listing Obligations

and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the rules framed under, read with Schedule IV of the Act [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable laws and the provisions of the Articles of Association of the Company and pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, **Ms. Bhavana Hamirbhai Jadav (DIN: 11375842)**, who was appointed as an Additional Non- Executive Independent Director of the Company on **14th November, 2025** pursuant to Section 161 of the Act read with Regulation 17(1C) of the Listing Regulations to hold office up to the date of ensuing General Meeting or three months from the date of her appointment, whichever is earlier, whose term of office expires at the ensuing Shareholders Meeting and who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed, as a "Non-Executive Independent Director" of the Company to hold office for a term of 5 (five) consecutive years commencing from **14th November, 2025 to 13th November, 2030 (both days inclusive)**, and that she shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company."

ITEM NO.3: APPROVAL OF REMUNERATION PAYABLE TO MR. SARVESH MANMOHAN AGRAWAL, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY (DIN: 08766623) FOR THE REMAINING TENURE (I.E. 12TH AUGUST, 2026 TO 11TH AUGUST, 2028):

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of The Companies Act, 2013 ("the Act") read with Schedule V thereto, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(6)(e) and other applicable provisions of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and pursuant to the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the members of the Company be and is hereby accorded, by way of special resolution to approve and fix the remuneration payable to Mr. Sarvesh Manmohan Agrawal (DIN: 08766623), Chairman and Managing Director of the Company, for the period from 12th August, 2026 to 11th August, 2028, being the balance tenure of his appointment already approved by the members, on the terms and conditions including salary, perquisites, allowances and other benefits as set out in the Explanatory Statement annexed hereto, provided however that total managerial remuneration payable shall not exceed ₹ 40 lakhs per annum."

"RESOLVED FURTHER THAT Mr. Sarvesh Manmohan Agrawal shall be entitled to receive the said remuneration including salary, perquisites, incentives and other allowances/benefits as minimum remuneration, for the period from 12th August, 2026 to 11th August, 2028, in accordance with the provisions of Section 197 read with Schedule V of The Companies Act, 2013 and within the limits specified therein, notwithstanding that the Company has no profits or its profits are inadequate in any financial year during the aforesaid period, subject to the approval of the members by way of special resolution and compliance with applicable provisions of the Listing Regulations."

"RESOLVED FURTHER THAT the remuneration payable to the Chairman and Managing Director for the aforesaid period may include annual increments, as may be decided by the Board of Directors or the Nomination and Remuneration Committee from time to time, within the maximum remuneration approved herein and subject to the overall limits prescribed under Section 197 read with Schedule V of The Companies Act, 2013 and applicable provisions of the Listing Regulations."

“RESOLVED FURTHER THAT the Board of Directors (which term shall be deemed to include the Nomination and Remuneration Committee) be and is hereby authorised to vary or modify the structure, components and quantum of remuneration, within the limits approved by the members and in compliance with applicable law, but not the tenure of appointment.”

“RESOLVED FURTHER THAT the Board and/or Company Secretary be and are hereby severally authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolutions, including filing of necessary forms with the Registrar of Companies, as may be required in relation to such amendments and to comply with all other requirements in this regard.”

By order of the Board
For Annvrridhhi Ventures Limited
(Formerly known as J. Taparia Projects Limited)

Sd/-
Sarvesh Manmohan Agrawal
(Chairman and Managing Director)
DIN: 08766623

Registered Office: Room No. 202, 41/A, Tara Chand Dutta Street Kolkata, West Bengal – 700 073

CIN: L46101WB1980PLC032979

Email: office@annvrridhhi.com

Corporate Office: Office No. 306, 3rd Floor, Urban 2, Bhayli, Vadodara, Gujarat - 390 007.

Place: Vadodara

Date: 08th January, 2026

NOTES:

1. Explanatory Statement pursuant to Sections 102 and 110 of The Companies Act, 2013 (the “Act”) read with Rule 22 of The Companies (Management and Administration) Rules, 2014, as amended, setting out material facts relating to the resolutions proposed to be passed are annexed hereto.
2. The Postal Ballot Notice is being sent only by email to all those Members whose names appear on the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on Friday, 09th January, 2026 (the “Cut-off date”) and who have registered their email addresses in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company’s Registrar and Share Transfer Agent, Purva Shareregistry (India) Pvt. Ltd.
3. Members may note that the aforesaid Postal Ballot Notice has been uploaded on the website of the Company at www.annvrridhhi.com. The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at www.bseindia.com. The Postal Ballot Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., evoting@nsdl.co.in.
4. The voting rights of the Members shall be reckoned in proportion to the equity shares held by them on the Cut-off date on Friday, 09th January, 2026. Only those Members holding shares either in physical form or dematerialized form as on the Cut-off date will be entitled to cast their votes by remote evoting. A person who is not a member as on the Cut-off date should treat this notice for information purpose only.

5. Pursuant to the applicable provisions of the Act and Rules framed thereunder and The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. Members who have not registered their e-mail addresses so far, are requested to register their email addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to temporarily update their email address through its RTA at support@purvashare.com or to the Company at office@annvrridhhi.com.
6. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to office@annvrridhhi.com.
7. Procedure for E-voting

The remote e-voting period begins on Wednesday, 14th January, 2026 at 09:00 a.m. and ends on Thursday, 12th February, 2026 at 05:00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the cut-off date i.e. Friday, 09th January, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 09th January, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  App Store </div> <div style="text-align: center;">  Google Play </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. 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.

	<ol style="list-style-type: none"> If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 abovementioned website.

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

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 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, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in the physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to kirti.sharma2593@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Pritam Dutta, Deputy Manager at pritamd@nsdl.com / evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 office@annvrridhhi.com
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to office@annvrridhhi.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Instructions

- i. In case Members of the Company who have not registered their e-mail address:

In terms of the MCA and SEBI Circulars mentioned hereinabove, the Company is sending Postal Ballot Notice in Electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the E- voting system only. Therefore, those Members who have not yet registered their e-mail address are requested to get their e-mail addresses temporarily registered on support@purvashare.com through its Registrar and Transfer Agent. Post successful registration of email, the Member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable remote e-voting for this Postal Ballot. In case of any queries, member may write to evoting@nsdl.co.in.

- ii. The Remote E-voting period commences from **09.00 a.m. (IST) on Wednesday, 14th January, 2026** and ends at **05.00 p.m. (IST) on Thursday, 12th February, 2026**. During this period, the members of the Company, holding shares either in physical form or in demat form, as on the **Cut-off date i.e., Friday, 09th January, 2026** may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- iii. The Scrutinizer shall unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.
- iv. Subject to the receipt of sufficient votes, the Resolution shall be deemed to have been passed on the last date of voting i.e., **on Thursday, 12th February, 2026**. The results declared along with the Scrutinizer's Report shall be placed on the Company's website of the Company i.e., www.annvrridhhi.com and will be communicated to the Stock Exchanges where the Company's shares are listed.
- v. To receive communication through electronic means, members are requested to kindly register/update their email address with their respective depository participant, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their e-mail address with Purva Shareregistry (India) Pvt. Ltd. on support@purvashare.com or mail to Company office@annvrridhhi.com.

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

As required by Section 102 of The Companies Act, 2013, the following explanatory statements sets out all material facts relating to the businesses mentioned under Item Nos. 1 to 3 of the accompanying notice:

ITEM NO.1: APPROVAL FOR MATERIAL RELATED PARTY TRANSACTION(S) UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND IND AS 24:

Pursuant to the Regulation 23 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), effective from 19th December, 2025, transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the Listing regulations.

Accordingly, the related party transactions as recommended by the Audit Committee and approved by the Board of Directors at their respective meetings are hereby placed before the Shareholders for their approval by way of Ordinary Resolution to enable the Company to enter into the following Related Party Transactions in one or more tranches. The transactions under consideration, are proposed to be entered into by the Company with the following related parties in the ordinary course of business and at arms' length basis.

The Audit Committee and the Board of Directors at their respective meetings held on 08th January, 2026, have considered, approved and recommended the material related party transaction as envisaged in this notice for approval of the members.

The Board and Audit Committee of the Company has accorded its prior approval to the transaction subject to approval of the Members through postal ballot.

The relevant information pertaining to transactions as required pursuant to the Master Circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities dated November 11, 2024, as amended, issued by the Securities and Exchange Board of India ("SEBI") read with the Industry Standards on Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions dated June 26, 2025 ("RPT Industry Standards") and pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 are as set forth below:

Proposed Related Party Transactions:

Part A1 to A5 Minimum information of the proposed RPT, applicable to all RPTs.

Minimum information to the Audit Committee for approval of Related Party Transactions

(A1) Basic details of the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Manmohan Shreegopal Agrawal
2.	Country of incorporation of the related party	NA
3.	Nature of business of the related party	Individual

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Sarvesh Manmohan Agrawal
2.	Country of incorporation of the related party	NA
3.	Nature of business of the related party	Individual

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Transglobal Trade Integration
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Trading of pulses

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Transglobal Trade Integration Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Food and beverage industry

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Swanayra Global LLP
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Investment

(A2) Relationship and ownership of the related party

S. No.	Particulars of the information	Manmohan Shreegopal Agrawal
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Whole Time Director and Chief Financial Officer of the company, Father of Promoter and Chairman and Managing Director of the company and Brother of Mr. Jagdishprasad Shreegopal Agrawal, Non-Executive Non-Independent Director of the Company Category: Promoter Group
	<ul style="list-style-type: none"> Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. 	Not Applicable
	<ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of 	Not Applicable

	transaction involving the subsidiary)	
	<ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Mr. Manmohan Agrawal holds 3,000 fully paid-up equity shares in the listed entity and 2,00,000 partly paid-up equity shares in the listed entity. Also holds indirectly through Swanayra Global LLP (8.73%)

S. No.	Particulars of the information	Sarvesh Manmohan Agrawal
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Promoter & Chairman and Managing Director of the company, son of Mr. Manmohan Shreegopal Agrawal, Whole Time Director and Chief Financial Officer and member of promoter group and nephew of Mr. Jagdishprasad Shreegopal Agrawal, Non-Executive Non-Independent Director of the Company.
	<ul style="list-style-type: none"> Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. 	Not Applicable
	<ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Not Applicable
	<ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Mr. Sarvesh Manmohan Agrawal holds 50,80,532 fully paid-up equity shares in the listed entity and 20,54,574 partly paid-up equity shares in the company Also holds indirectly through Swanayra Global LLP (26.19%)

S. No.	Particulars of the information	Transglobal Trade Integration
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mr. Sarvesh Manmohan Agrawal and Mr. Manmohan Shreegopal Agrawal are partners in the firm. Both of them holds 50% each in the partnership firm
	<ul style="list-style-type: none"> Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. 	Not Applicable

	<ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Not Applicable
	<ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Transglobal Trade Integration does not hold any shares in the company

S. No.	Particulars of the information	Transglobal Trade Integration Private Limited
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	<p>Mr. Chirayu Agrawal and Mr. Sarvesh Manmohan Agrawal are directors in Transglobal Trade Integration Private Limited.</p> <p>Mr. Chirayu Agrawal and Mr. Sarvesh Manmohan Agrawal are shareholders in the company.</p> <p>Mr. Sarvesh Manmohan Agrawal holds 20% stake in the company and Chirayu Agrawal holds 40% stake in the company</p>
	<ul style="list-style-type: none"> Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. 	Not Applicable
	<ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Not Applicable
	<ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Transglobal Trade Integration Private Limited does not hold any shares in the company

S. No.	Particulars of the information	Swanayra Global LLP
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	<p>Mr. Sarvesh Manmohan Agrawal and Mr. Manmohan Shreegopal Agrawal are designated partners in the LLP Category: Promoter Group.</p> <p>Both Mr. Sarvesh Manmohan Agrawal and Mr. Manmohan Shreegopal Agrawal are the designated partners in the LLP contributing 75% and 25% respectively.</p>

	<ul style="list-style-type: none"> Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. 	Not Applicable
	<ul style="list-style-type: none"> Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Not Applicable
	<ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary) 	Swanayra Global LLP holds 3,000 fully paid-up equity shares in the listed entity and 1,60,00,000 partly paid-up equity shares in the listed entity.

(A3) Details of previous transactions with the related party

S. No.	Particulars of the information	Manmohan Shreegopal Agrawal																		
1.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <table border="1"> <thead> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>FY 20xx-20xx (INR)</th></tr> </thead> <tbody> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> </tbody> </table> <p>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</p>	S. No.	Nature of Transactions	FY 20xx-20xx (INR)							<table border="1"> <thead> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>FY 2024-25 (INR)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Availment of service (Rent paid)</td><td>2,73,000.00</td></tr> <tr><td> </td><td> </td><td> </td></tr> </tbody> </table>	S. No.	Nature of Transactions	FY 2024-25 (INR)	1	Availment of service (Rent paid)	2,73,000.00			
S. No.	Nature of Transactions	FY 20xx-20xx (INR)																		
S. No.	Nature of Transactions	FY 2024-25 (INR)																		
1	Availment of service (Rent paid)	2,73,000.00																		
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR 2,00,000/- (Rs. Two Lakhs Only)																		
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None																		

S. No.	Particulars of the information	Sarvesh Manmohan Agrawal											
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	<table><tr><th>S. No.</th><th>Nature of Transactions</th><th>FY 2024-25 (INR)</th></tr><tr><td>1</td><td>Directors' remuneration</td><td>22,40,000.00</td></tr><tr><td></td><td></td><td></td></tr></table>			S. No.	Nature of Transactions	FY 2024-25 (INR)	1	Directors' remuneration	22,40,000.00			
		S. No.	Nature of Transactions	FY 2024-25 (INR)									
		1	Directors' remuneration	22,40,000.00									
		<table><tr><th>S. No.</th><th>Nature of Transactions</th><th>FY 20xx-20xx (INR)</th></tr><tr><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td></tr></table>			S. No.	Nature of Transactions	FY 20xx-20xx (INR)						
S. No.	Nature of Transactions	FY 20xx-20xx (INR)											
<p>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</p>													
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR 20,00,000/- (Rs. Twenty Lakhs Only)											
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None											

S. No.	Particulars of the information	Transglobal Trade Integration		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.			
		S. No.	Nature of Transactions	FY 2024-25 (INR)
		1	Purchase of goods	2,81,25,000.00
		2	Sale of goods	2,55,23,376.00

	subsidiary during the last financial year.	
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S. No.	Particulars of the information	Transglobal Trade Integration Private Limited																		
1.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <table border="1"> <thead> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>FY 20xx-20xx (INR)</th></tr> </thead> <tbody> <tr><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td></tr> </tbody> </table> <p>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</p>	S. No.	Nature of Transactions	FY 20xx-20xx (INR)							<table border="1"> <thead> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>FY 2024-25 (INR)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Availment of service (Rent paid)</td><td>1,61,072.00</td></tr> <tr> <td>2</td><td>Property Tax reimbursed</td><td>15,672.00</td></tr> </tbody> </table>	S. No.	Nature of Transactions	FY 2024-25 (INR)	1	Availment of service (Rent paid)	1,61,072.00	2	Property Tax reimbursed	15,672.00
S. No.	Nature of Transactions	FY 20xx-20xx (INR)																		
S. No.	Nature of Transactions	FY 2024-25 (INR)																		
1	Availment of service (Rent paid)	1,61,072.00																		
2	Property Tax reimbursed	15,672.00																		
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR 3,64,425/- (Rs. Three Lakhs Sixty Four Thousand Four Hundred and Twenty Five Only)																		
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None																		

S. No.	Particulars of the information	Swanayra Global LLP									
1.	<p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</p> <table border="1"> <thead> <tr> <th>S. No.</th><th>Nature of Transactions</th><th>FY 20xx-20xx (INR)</th></tr> </thead> <tbody> <tr><td></td><td></td><td></td></tr> <tr><td></td><td></td><td></td></tr> </tbody> </table> <p>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</p>	S. No.	Nature of Transactions	FY 20xx-20xx (INR)							None
S. No.	Nature of Transactions	FY 20xx-20xx (INR)									
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	None									

3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	None
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(A4) Amount of the proposed transaction(s)

S. No.	Particulars of the information	Manmohan Shreegopal Agrawal								
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	1 crore								
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	YES								
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of proposed transaction is 1.49% of the company's annual consolidated turnover of Rs. 66,96,63,083.95 for FY 2024-25								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Not applicable								
6.	Financial performance of the related party for the immediately preceding financial year: <table><tr><th>Particulars</th><th>FY 20xx-20xx (INR)</th></tr><tr><td>Turnover</td><td></td></tr><tr><td>Profit After Tax</td><td></td></tr><tr><td>Net worth</td><td></td></tr></table>	Particulars	FY 20xx-20xx (INR)	Turnover		Profit After Tax		Net worth		Not applicable
Particulars	FY 20xx-20xx (INR)									
Turnover										
Profit After Tax										
Net worth										

S. No.	Particulars of the information	Sarvesh Manmohan Agrawal								
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	1 crore								
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	YES								
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of proposed transaction is 1.49% of the company's annual consolidated turnover of Rs. 66,96,63,083.95 for FY 2024-25								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Not applicable								
6.	Financial performance of the related party for the immediately preceding financial year: <table><tr><td>Particulars</td><td>FY 20xx-20xx (INR)</td></tr><tr><td>Turnover</td><td></td></tr><tr><td>Profit After Tax</td><td></td></tr><tr><td>Net worth</td><td></td></tr></table>	Particulars	FY 20xx-20xx (INR)	Turnover		Profit After Tax		Net worth		Not applicable
Particulars	FY 20xx-20xx (INR)									
Turnover										
Profit After Tax										
Net worth										

S. No.	Particulars of the information	Transglobal Trade Integration
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	95 crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	YES

3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of proposed transaction is 141.86% of the company's annual consolidated turnover of Rs. 66,96,63,083.95 for FY 2024-25								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	The details are not available with the Company								
6.	Financial performance of the related party for the immediately preceding financial year: <table><tr><td>Particulars</td><td>FY 20xx-20xx (INR)</td></tr><tr><td>Turnover</td><td></td></tr><tr><td>Profit After Tax</td><td></td></tr><tr><td>Net worth</td><td></td></tr></table>	Particulars	FY 20xx-20xx (INR)	Turnover		Profit After Tax		Net worth		The details are not available with the Company.
Particulars	FY 20xx-20xx (INR)									
Turnover										
Profit After Tax										
Net worth										

S. No.	Particulars of the information	Transglobal Trade Integration Private Limited
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	30 crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	YES
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	<i>Value of proposed transaction is 44.80% of the company's annual consolidated turnover of Rs. 66,96,63,083.95 for FY 2024-25</i>
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately	<i>The details are not available with the Company</i>

	preceding financial year, if available.									
6.	Financial performance of the related party for the immediately preceding financial year: <table><tr><td>Particulars</td><td>FY 20xx-20xx (INR)</td></tr><tr><td>Turnover</td><td></td></tr><tr><td>Profit After Tax</td><td></td></tr><tr><td>Net worth</td><td></td></tr></table>	Particulars	FY 20xx-20xx (INR)	Turnover		Profit After Tax		Net worth		The details are not available with the Company.
Particulars	FY 20xx-20xx (INR)									
Turnover										
Profit After Tax										
Net worth										

S. No.	Particulars of the information	Swanayra Global LLP																
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	95 crores																
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	YES																
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Value of proposed transaction is 141.86% of the company's annual consolidated turnover of Rs. 66,96,63,083.95 for FY 2024-25																
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA																
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	No revenue in the last financial year																
6.	Financial performance of the related party for the immediately preceding financial year: <table><tr><th>Particulars</th><th>FY 20xx-20xx (INR)</th></tr><tr><td>Turnover</td><td></td></tr><tr><td>Profit After Tax</td><td></td></tr><tr><td>Net worth</td><td></td></tr></table>	Particulars	FY 20xx-20xx (INR)	Turnover		Profit After Tax		Net worth		<table><tr><th>Particulars</th><th>FY 2024-25 (INR)</th></tr><tr><td>Turnover</td><td>-</td></tr><tr><td>Profit After Tax</td><td>-1,98,858.00</td></tr><tr><td>Net worth</td><td>5,54,152.00</td></tr></table>	Particulars	FY 2024-25 (INR)	Turnover	-	Profit After Tax	-1,98,858.00	Net worth	5,54,152.00
Particulars	FY 20xx-20xx (INR)																	
Turnover																		
Profit After Tax																		
Net worth																		
Particulars	FY 2024-25 (INR)																	
Turnover	-																	
Profit After Tax	-1,98,858.00																	
Net worth	5,54,152.00																	

(A5) Basic details of the proposed transaction

S. No.	Particulars of the information	Manmohan Shreegopal Agrawal
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Availing of services
2.	Details of each type of the proposed transaction	Availing of services- 1 crore
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	01.04.2026 to 30.09.2026
4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	1 crore
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>The Company works closely with these entities and individuals to meet its business objectives. The company has a range of transactions with these entities, including purchase and sale of goods and services in the ordinary course of business.</p> <p>The aforementioned transactions will smoothen the business operations and in turn will contribute towards the company's growth.</p> <p>The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.</p>
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Sarvesh Manmohan Agrawal
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	Not Applicable

S. No.	Particulars of the information	Sarvesh Manmohan Agrawal
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Availing of services
2.	Details of each type of the proposed transaction	Availing of services – 1 crore
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	01.04.2026 to 30.09.2026
4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	1 crore
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>The Company works closely with these entities and individuals to meet its business objectives. The company has a range of transactions with these entities, including purchase and sale of goods and services in the ordinary course of business.</p> <p>The aforementioned transactions will smoothen the business operations and in turn will contribute towards the company's growth. The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.</p>
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Manmohan Shreegopal Agrawal and Jagdishprasad Shreegopal Agrawal
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	Not Applicable

S. No.	Particulars of the information	Transglobal Trade Integration
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of any goods or materials, availing or rendering of any services and trade advances

2.	Details of each type of the proposed transaction	Sales of goods – 25 crores Purchase of goods- 25 crores Availing of services- 10 crores Rendering of services – 10 crores Trade advances- 25 crores
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	01.04.2026 to 30.09.2026
4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	95 crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company works closely with these entities and individuals to meet its business objectives. The company has a range of transactions with these entities, including purchase and sale of goods and services in the ordinary course of business. The aforementioned transactions will smoothen the business operations and in turn will contribute towards the company's growth. The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Sarvesh Manmohan Agrawal and Manmohan Agrawal
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Sarvesh Agrawal – 50% Manmohan Agrawal – 50%
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	Not Applicable

S. No.	Particulars of the information	Transglobal Trade Integration Private Limited
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of any goods or materials and availing or rendering of any services
2.	Details of each type of the proposed transaction	Sales of goods – 10 crores Purchase of goods- 10 crores Availing of services- 5 crores

		Rendering of services – 5 crores
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	01.04.2026 to 30.09.2026
4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	30 crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company works closely with these entities and individuals to meet its business objectives. The company has a range of transactions with these entities, including purchase and sale of goods and services in the ordinary course of business. The aforementioned transactions will smoothen the business operations and in turn will contribute towards the company's growth. The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Sarvesh Manmohan Agrawal
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Sarvesh Agrawal- 40%
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	Not Applicable

S. No.	Particulars of the information	Swanayra Global LLP
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of any goods or materials, availing or rendering of any services and trade advances
2.	Details of each type of the proposed transaction	Sales of goods – 25 crores Purchase of goods- 25 crores Availing of services- 10 crores Rendering of services – 10 crores Trade advances- 25 crores
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	01.04.2026 to 30.09.2026

4.	Whether omnibus approval is being sought?	YES
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	95 crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company works closely with these entities and individuals to meet its business objectives. The company has a range of transactions with these entities, including purchase and sale of goods and services in the ordinary course of business. The aforementioned transactions will smoothen the business operations and in turn will contribute towards the company's growth. The Board considers that the proposed related party transactions are in the ordinary course of business and at arm's length basis and play a vital role in the growth of business operations of the listed entity.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Sarvesh Manmohan Agrawal and Manmohan Shreegopal Agrawal
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Sarvesh Agrawal – 75% Manmohan Agrawal – 25%
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9.	Other information relevant for decision making.	Not Applicable

PART B
B(1) - Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances.

S. No.	Particulars of the information	Manmohan Shreegopal Agrawal
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	All the Proposed transaction(s) would be carried out as part of business requirement of the Company and are ensured to be on arm's length basis.

3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	NA
	b. Tenure	NA
	c. Whether same is self-liquidating?	NA

S. No.	Particulars of the information	Sarvesh Manmohan Agrawal
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	All the Proposed transaction(s) would be carried out as part of business requirement of the Company and are ensured to be on arm's length basis.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	NA
	b. Tenure	NA
	c. Whether same is self-liquidating?	NA

S. No.	Particulars of the information	Transglobal Trade Integration
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	All the Proposed transaction(s) would be carried out as part of business requirement of the Company and are ensured to be on arm's length basis.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	25 crores
	b. Tenure	Upto 90 days
	c. Whether same is self-liquidating?	Yes

S. No.	Particulars of the information	Transglobal Trade Integration Private Limited
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	All the Proposed transaction(s) would be carried out as part of business requirement of the Company and are ensured to be on arm's length basis.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	NA
	b. Tenure	NA
	c. Whether same is self-liquidating?	NA

S. No.	Particulars of the information	Swanayra Global LLP
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	All the Proposed transaction(s) would be carried out as part of business requirement of the Company and are ensured to be on arm's length basis.
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	
	a. Amount of Trade advance	25 crores
	b. Tenure	Upto 90 days
	c. Whether same is self-liquidating?	Yes

The aggregate value of the transactions and other amounts in the resolution and the explanatory statement are estimates based on currently available information and may change based on factors including general economic and political conditions in India and globally, inflation, deflation, volatility in interest rates and / or exchange rates, tax rates, changes in our industry, natural calamities, epidemics, pandemics and / or force majeure events, that are outside our control.

The RPTs placed for Members' approval shall also be reviewed/ monitored on quarterly basis by the Audit Committee of the Company as per Regulation 23 of the Listing Regulations and Section 177 of the Act and shall remain within the proposed amount(s) being placed before the Members. Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's Policy on Materiality of and dealing with

Related Party Transactions, shall be placed before the Members for prior approval, in terms of Regulation 23(4) of the Listing Regulations.

Members may note that these Related Party Transaction(s)/ contract(s)/ arrangement(s), placed for members' approval, shall, at all times, be subject to prior approval of the Audit Committee of the Company and shall continue to be in the ordinary course of business and at arm's length and have a significant role in the Company's operations. Therefore, the Board of Directors commends the passing of the ordinary resolution set out at item No. 1 of accompanying notice.

Any subsequent material modifications in the proposed transactions, as may be defined by the Audit Committee as a part of Company's Policy on Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Considering the quantum of transaction(s), approval of the Members is sought as per the requirements of Regulation 23 of the Listing Regulations, for the proposed material related party transaction as mentioned in this Notice. Basis the recommendation of Audit Committee, the Board recommends, passing of the Resolution(s) at item no. 1 as an Ordinary Resolution.

Further, as per Regulation 23 (7) of the Listing Regulations, all entities falling under the definition of related parties shall not vote to approve any related party transaction, irrespective of whether the entity is a party to the transaction or not.

Except Mr. Sarvesh Manmohan Agrawal, Chairman and Managing Director, Mr. Manmohan Shreegopal Agrawal, Non-Executive Non-Independent Director and member of promoter group and Swanayra Global LLP, member of promoter group; along with their relatives, none of the other Directors or Key Managerial Personnel(s) of the Company or their relatives are in any way concerned or interested financially or otherwise in the resolution except to the extent of their shareholding in the Company, if any.

ITEM NO.2: TO APPOINT MS. BHAVANA HAMIRBHAI JADAV (DIN: 11375842) AS AN ADDITIONAL NON-EXECUTIVE INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY:

Pursuant to the provisions of Section 161(1) of The Companies Act, 2013, the Articles of Association of the Company and based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 14th November, 2025, appointed Ms. Bhavana Hamirbhai Jadav (DIN: 11375842) as an Additional Director (Non-Executive Independent Director) of the company, not liable to retire by rotation, for a term of 5 consecutive years from **14th November, 2025 to 13th November, 2030 (both days inclusive)**, subject to the approval of shareholders through a special resolution.

In terms of Regulation 17(1C) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is required to obtain the approval of members for appointment of Director at the next General Meeting or within a period of three months from the date of appointment, whichever is earlier.

The Company has received the consent from Ms. Bhavana Hamirbhai Jadav to act as a Director in terms of Section 152 of The Companies Act, 2013 and declaration that she meets the criteria of independence provided under Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, she has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company.

Pursuant to Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014, Ms. Bhavana Hamirbhai Jadav has registered herself in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs. She has also confirmed that she is in compliance with Rules 6(1) and 6(2) of The Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to registration with the data bank of

Independent Directors maintained by the Indian Institute of Corporate Affairs.

Ms. Bhavana Hamirbhai Jadav has also confirmed that she is not disqualified from being appointed as Director under the provisions of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India or any such other authority.

In the opinion of the Board, Ms. Bhavana Hamirbhai Jadav is a person of integrity and fulfills the conditions specified in the Act and the Rules made thereunder read with provisions of the Listing Regulations, each as amended, and is independent of the management of the company.

Brief resume of Ms. Bhavana Hamirbhai Jadav

Ms. Bhavana Jadav is a medical doctor possessing over 25 years of experience in healthcare administration, public service, and holistic wellness. She served as In-charge Medical Officer and Insurance Medical Officer under the Department of Health & Family Welfare, Government of Gujarat, where she was responsible for healthcare delivery, insurance governance, compliance, and welfare program implementation.

Currently, she is the Founder of Manbhav – Holistic Healthcare and Wellness, focusing on mental health, employee well-being, lifestyle coach, Psychotherapy, Hypnotherapy, yogic healer and organizational resilience. She holds an M.B.B.S. degree along with postgraduate qualifications in Clinical Psychology, Industrial Health, Applied Hypnosis, and Yoga Therapy. She brings extensive expertise in healthcare governance, risk management, insurance management, policy execution, and holistic leadership, making her a valuable contributor to corporate boards and stakeholder welfare initiatives.

Additional information of Director recommended for appointment/re-appointment in terms of Regulation 26(4) and Regulation 36(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2):

Name of Director	Bhavana Hamirbhai Jadav
Fathers Name	Hamirbhai Jadav
Date of birth	04 th June, 1977
First appointment on Board	14 th November, 2025
Nature of her expertise in specific functional areas	Expert in the field of healthcare administration, psychological safety, corporate governance, insurance management, and holistic wellness frameworks.
Years of experience	25 years
Qualifications	MBBS, PGDCCP, PGCIH and PGCAH
Directorship in Other companies	NIL
Name of other public limited companies, where he is Director including this listed entity	NIL
Member/Chairman of the Committee including this listed entity	Annvrridhhi Ventures Limited (Formerly known as J. Taparia Projects Limited) 1. Stakeholders Relationship Committee – Chairman
Shareholding in the company as on date of this report (including shareholding as a beneficial owner)	NIL
Last salary drawn	NIL
Relationship with other Directors and KMP	Not related to any other Director or Key Managerial Personnel of the Company

The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Healthcare administration, psychological safety, corporate governance, insurance management, and holistic wellness frameworks.
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****Chairmanship and membership of Audit Committee and Stakeholders Relationship Committee are considered.***

In compliance with the provisions of Section 149 read with Schedule IV of the Act, Regulation 17 of the Listing Regulations and other applicable provisions of The Act and the Listing Regulations, the appointment of Ms. Bhavana Hamirbhai Jadav as an Independent Director is now placed for the approval of members as a Special Resolution.

Accordingly, the Board commends the Special Resolution as set out in item no. 2 of the accompanying notice.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives, except Ms. Bhavana Hamirbhai Jadav and her relatives, in any way, is concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding/ shareholding of their associates as Promoters / Promoter Group in the Company.

ITEM NO.3: APPROVAL OF REMUNERATION PAYABLE TO MR. SARVESH MANMOHAN AGRAWAL, CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY FOR THE REMAINING TENURE (I.E. 12TH AUGUST, 2026 TO 11TH AUGUST, 2028):

The Members of the Company had earlier approved the appointment of Mr. Sarvesh Manmohan Agrawal (DIN: 08766623) as the Chairman and Managing Director of the Company for a term of five years. The present proposal seeks approval of the Members for fixation and payment of remuneration to Mr. Sarvesh Manmohan Agrawal for the remaining tenure of his appointment, i.e., from 12th August, 2026 to 11th August, 2028, in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee, at its meeting held on 08th January, 2026, after evaluating the performance, leadership qualities, experience, industry knowledge, and responsibilities shouldered by Mr. Sarvesh Manmohan Agrawal, recommended the proposed remuneration structure. The Board of Directors, at its meeting held on 08th January, 2026, approved the said recommendation, subject to the approval of the Members.

The proposed remuneration comprises salary, perquisites, allowances and other benefits, as detailed in the resolution and forms part of the overall remuneration structure aligned with the Company's growth objectives, business strategy, and market benchmarks.

1.	Basic Salary	₹ 2,00,000 per month with authority to the Board of Directors to revise the basic salary from time to time taking into account the performance of the Company
2.	Incentives	In addition to the above basic salary, Incentives upon the availability of Net profits and as may be decided by the Board from time to time upon recommendation by Nomination & Remuneration Committee on a yearly /half yearly/ quarterly review of the performance of Mr. Sarvesh Manmohan Agrawal based upon the audited/ unaudited financial statements of the Company during the year /half year/ quarter.

Provided further that the basic salary and performance bonus / incentives if declared, shall together be subject to the overall limit of ₹ 40 lacs per annum as provided in the special resolution.

In addition to above, the director of the company is also entitled to perquisites as under:

- i. Commission: Payable for each financial year, subject to such ceilings as may be set out in the Companies Act, 2013 and subject to such ceiling as may be fixed by the Board of Directors from time to time. The amount of commission shall be payable after the annual accounts are approved by the Board of Directors and adopted by the shareholders.
- ii. Reimbursement of actual travelling expenses for proceeding on leave from Vadodara to any place in India and return there from once a year in respect of him and family.
- iii. Free use of Company's car with driver for company's business.
- iv. Free Telephone facility at residence and Mobile Telephone but personal long-distance calls will be billed to the Chairman and Managing Director.
- v. Reimbursement of entertainment expenses incurred in the course of business of the Company.
- vi. Cost of insurance cover against the risk of any financial liability or loss because of any error of judgment, wrongful act or such other reason as may be approved by the Board of Directors from time to time.
- vii. Personal accident insurance policy in accordance with the scheme applicable to senior employees.
- viii. Cost of medical insurance cover for self and family for medical expenses in India or abroad including hospitalization and in case of medical treatment abroad, all expenses including air-fare, boarding/lodging expenses for patient and attendant.
- ix. Reimbursement of membership fees for clubs in India or abroad, including any admission/ life membership fees.
- x. Subject to any statutory ceiling/s the Chairman and Managing Director may be given any other allowances, perquisites, benefits and facilities as the Board of Directors from time to time may decide.
- xi. Valuation of Perquisites: Perquisites/allowances shall be valued as Income Tax Rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.
- xii. Computation of ceiling: The contribution to provident and superannuation funds; gratuity payable & encashment of leave shall not be included in the computation of perquisites for the purposes of the ceiling.
- xiii. The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors/Nomination & Remuneration Committee as it may in its discretion, deem fit within the maximum amounts payable to Chairman and Managing Director in accordance with schedule V of the Companies Act, 2013 or any other amendments made hereafter in this Regard.
- xiv. The Appointment of Chairman and Managing Director can be terminated either by the Company or by him, by giving to the other 3 month notice in writing.

Mr. Sarvesh Manmohan Agrawal satisfies all the conditions as set out in Part-I of Schedule V of the Act and also the conditions set out under sub-section 3 of Section 196 of the Act. Further, Mr. Sarvesh Manmohan Agrawal has given a declaration to the effect that he is not disqualified from being appointed as Director in terms of Section 164(2) of the Act and that he has not been debarred or disqualified from being appointed or continued as Director by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

The Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditors. The Company has not issued any non-convertible debentures.

Pursuant to the provisions of Section 197 read with Schedule V to the Act and other applicable provisions, if any, of the Act, relating to payment of managerial remuneration in case of absence of profits and/or inadequacy of profits, the Company may pay the remuneration over and above the ceilings as specified in Schedule V, subject to the Shareholders' approval by way of a Special Resolution for payment of minimum remuneration for a period not exceeding three years, compliance of disclosure requirements and other conditions stated therein. In view of the foregoing factors, the approval of the members by way of Special Resolution is being sought for payment of remuneration to Mr. Sarvesh Manmohan Agrawal from 12th August, 2026 to 11th August 2028, as may be permitted under applicable laws, in case of absence of profits and/ or inadequacy of profits or otherwise, in the Company.

Further in terms of Regulation 17(6)(e) of the SEBI Listing Regulations, the remuneration payable to Executive Directors who are promoters or members of promoter group, shall be subject to the approval of the Shareholders by Special

Resolution, where the aggregate annual remuneration payable to such directors exceeds five per cent of the net profits of the Company. Considering the said limits, the Board recommends the Special Resolution as the remuneration to be paid to Mr. Sarvesh Manmohan Agrawal shall exceed the ceilings prescribed under the said Regulation.

The additional information as required by Schedule V to the Act is provided herein:

1. General Information

i. Nature of industry:

The Company is engaged in the trading of agricultural commodities. Its operations primarily involve the procurement, storage, and sale of a variety of agri-products, including but not limited to pulses, millets, spices, and other related agricultural produce, both in domestic and international markets.

ii. **Date or expected date of commencement of commercial production:** The Company was incorporated on 8th September, 1980. In the FY 2023-24, the company was acquired by a set of new promoters and on 12th August, 2023, the new Board of Directors and management was appointed with a vision to grow and expand the company. With this aim, the company has changed its object to carry on the business of trading of agriculture commodities, mainly pulses, spices, consumer food items, etc.

iii. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** N.A.

iv. Financial performance based on given indicators:

(₹ in Lakhs)	
Particulars	2024-25
Revenue From Operations and Other Income	6698.54
Profit before Depreciation, Interest & Tax	91.58
Less: Depreciation and Amortization	9.92
Less: Finance Costs	10.02
Profit before Tax	71.64
Less: Tax Expense	(2.08)
Profit for the year (1)	73.72
Other Comprehensive Income (2)	-
Total Comprehensive Income (1+2)	73.72
Add: Balance of Profit for earlier years	(684.96)
Less: Transfer to Reserves	-
Less: Dividend paid on Equity Shares	-
Balance carried forward	(611.24)

v. **Foreign investments or collaborations, if any:** Nil

2. Information about the appointee:

i. **Name and Designation of Director:** Mr. Sarvesh Manmohan Agrawal

ii. **Background details:** Mr. Sarvesh Agrawal is the Promoter and Chairman and Managing Director of the company. He has more than 10 years of experience in the field of sales, marketing, audit and quality assurance of commodity & food industries.

iii. **Past remuneration:** NIL

iv. **Recognition or awards:** NIL

v. **Job profile and his suitability:** Mr. Sarvesh Agrawal has completed his Bachelor's in Dental Surgery from Darshan Dental College. He is a dental surgeon by profession and is running his dental practice since last 12 years. He is actively engaged in the business of trading, import and export of grains and pulses under the trade name of Transglobal Trade Integration (a partnership firm) since last 7 years wherein he holds 50% partnership stake. He is also a director in Transglobal Trade Integration Pvt. Ltd. with 20% stake holding. The company is engaged in the business of master franchise of La Pinoz Pizza (India's fastest growing pizza chain) for the state of Gujarat and is successfully operating 102 outlets.

vi. **Remuneration proposed:** The remuneration proposed to be paid is mentioned in the Notice/Explanatory Statement.

vii. **Comparative remuneration profile with respect to industry size of the company, profile of the position and person:** The remuneration proposed to be paid to the Chairman and Managing Director (looking at the profile of the position and person) is in tune with the remuneration in similar sized companies in the same segment of business.

viii. **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any:** Besides the remuneration proposed, he holds 50,80,532 fully paid-up equity shares of the company and 20,54,574 partly paid-up equity shares of the company. He is son of Mr. Manmohan Shreegopal Agrawal, Whole time Director and Chief Financial Officer of the company and nephew of Mr. Jagdishprasad Shreegopal Agrawal, Non-Executive Non-Independent Director of the company.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. Manmohan Shreegopal Agrawal, Mr. Sarvesh Manmohan Agrawal and Mr. Jagdishprasad Shreegopal Agrawal (to the extent of their interest), are concerned or interested in the resolution.

3. Other Information:

i. Reasons of loss or inadequate profits:

The Company commenced its operations in March 2024 following the receipt of necessary regulatory approvals. FY 2024-25 marks the first full year of commercial operations. Being in the initial phase of its business cycle, the Company is currently in the process of establishing its market presence amidst a challenging macroeconomic environment characterized by an economic slowdown and high price volatility in the agricultural commodities sector. Additionally, the Company has incurred substantial one-time costs related to corporate restructuring activities, including change of name, increase in authorized share capital, and other statutory compliances, which have further impacted profitability during the year under review.

ii. Steps taken or proposed to be taken for improvement:

The Company has undertaken several strategic initiatives aimed at improving its operational and financial performance. It is focusing on strengthening its sourcing and supply chain networks to ensure a consistent supply of quality agricultural commodities at competitive prices. Efforts are being made to expand the customer base and distribution channels across both domestic and international markets to enhance sales and improve market reach. In parallel, the Company is implementing cost control measures and driving operational efficiencies to reduce overheads and improve overall margins. Furthermore, the Company is actively exploring opportunities to diversify its product base, with the objective of mitigating market risks and tapping into new revenue streams.

iii. Expected increase in productivity and profits in measurable terms:


Given the strategic initiatives undertaken, the Company anticipates a steady improvement in both productivity and profitability over the next few financial years. With a stronger supply chain, expanded customer base, and improved operational efficiencies, the Company expects to achieve significant revenue growth. Profitability is also projected to improve, with the Company targeting a positive EBITDA margin and a gradual improvement in net profit margins, as the impact of one-time restructuring costs subsides and economies of scale are realized. Further gains are expected from the diversification of the product portfolio and the Company's increased focus on high-margin and value-added offerings.

4. Disclosure:

The other disclosures have been furnished in the explanatory statement annexed to the notice.

He is not related to any other Director or Key Managerial Personnel of the Company, except Mr. Manmohan Shreegopal Agrawal, Whole Time Director and Chief Financial Officer, who is his father and Mr. Jagdishprasad Shreegopal Agrawal, Non-Executive Non-Independent Director, who is his uncle.

Accordingly, the Board commends the Special Resolution as set out in item No. 3 of the accompanying notice.



By order of the Board
For Annvrridhhi Ventures Limited
(Formerly known as J. Taparia Projects Limited)

Sd/-
Sarvesh Manmohan Agrawal
(Chairman and Managing Director)
DIN: 08766623

Registered Office: Room No. 202, 41/A, Tara Chand Dutta Street Kolkata, West Bengal – 700 073

CIN: L46101WB1980PLC032979

Email: office@annvrridhhi.com

Corporate Office: Office No. 306, 3rd Floor, Urban 2, Bhayli, Vadodara, Gujarat - 390 007.

Place: Vadodara

Date: 08th January, 2026