

NOTICE OF 1st EXTRA ORDINARY GENERAL MEETING

(Pursuant to Section 101 of the Companies Act, 2013)

NOTICE is hereby given that the Extra-Ordinary General Meeting ("EGM") of the Members of Super Crop Safe Limited will be held on Monday, January 19, 2026 at 2:00 P.M. (IST) through video conferencing mode therefore deemed to be held at the Registered office of the company situated at C-1/290, GIDC Estate, Naroda, Ahmedabad-382330, Gujarat, India, to transact the following business:

SPECIAL BUSINESSES:

1. Approval of Related Party Transaction for Conversion of Loan into Equity Shares:-

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof for the time being in force, and subject to such approvals as may be necessary, the consent of the Members of the Company be and is hereby accorded to approve the Related Party Transaction(s) entered / proposed to be entered into by the Company with the Related Party(ies), being entities in which a Director of the Company is interested, for conversion of outstanding unsecured loan into equity shares of the Company on a preferential basis, on such terms and conditions as approved by the Board of Directors of the Company.

"RESOLVED FURTHER THAT the conversion of loan into equity shares shall be carried out in accordance with the provisions of Section 62(3) of the Companies Act, 2013, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

"RESOLVED FURTHER THAT the maximum value of the Related Party Transaction for conversion of loan into equity shares shall not exceed ₹15,26,81,500/- (Rupees Fifteen Crore Twenty-Six Lakh Eighty-One Thousand Five Hundred Only).

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem necessary, proper or expedient to give effect to this resolution, including execution of necessary documents, filings with Stock Exchange(s), Registrar of Companies and other authorities, without requiring any further approval of the Members."

2. Issuance of Up To 1,17,44,731 Equity Shares on Preferential Basis upon Conversion of Outstanding Unsecured Loan, to the Persons Belonging to 'Non-Promoter Category':

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 62(I)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under {including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed {"Stock Exchange(s)"}, and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended and in accordance with other applicable rules, regulations, circulars, notifications,

clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to create, issue, offer and allot, on a preferential basis, up to up to **1,17,44,731 (One Crore Seventeen Lakh Forty Four Thousand Seven Hundred Thirty One)** Equity Shares of face value of Rs.2/- each fully paid up, to persons belonging to Non-Promoter Group, towards conversion of outstanding unsecured loan into equity shares to the extent of Rs.15,26,81,500 (Rupees Fifteen Crore Twenty Six Lakhs Eighty One Thousand Five Hundred Only), at an issue price of Rs.13/- (Rupees Thirteen Only) per Equity Share or such other higher price as may be determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for which Loan agreement were executed and obtained approval of shareholders via postal ballot dated January 25, 2025, to the following persons ("Proposed Allottee"):

Sr. No.	Name of Proposed allottees	PAN	Address	Category	No. of Equity Shares to be allotted	Total Amount (In Rs.)
1	Wherrelz IT Solutions Limited	AABCW5981A	Plot No. 15, Road 10, Sec - 1 New Panvel East, Raigarh, Navi Mumbai, Maharashtra, India, 410206	Non-Promoter, Body Corporate	38,46,154	5,00,00,000/-
2	Voltrix INC	ACTFS9703K	Third Floor, Office No. 302, Copper Annexy, Bedi Bandar Road, St. Ans. School, Patel Colony 3, Jamnagar-361 008, Gujarat, India	Non-Promoter, Partnership Firm	78,98,577	10,26,81,500/-
Total					1,17,44,731	15,26,81,500/-

"RESOLVED FURTHER THAT in terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price of Equity Shares shall be Saturday, December 20, 2025, being the date 30 days prior to the date of the Extra-Ordinary General Meeting of the shareholders of the Company scheduled to be held, i.e., Monday, January 19, 2026."

"RESOLVED FURTHER THAT the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

- a) The outstanding unsecured loans extended by the proposed allottee(s) shall be adjusted towards the subscription/ allotment of equity shares, meaning thereby an amount required to be paid towards the consideration for the equity shares shall be set off from the outstanding unsecured loan at the time of subscription of the equity shares.
- b) The pre-preferential shareholding of the Proposed Allottees and Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.

- c) The Equity Shares to be allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- d) The Equity Shares shall be allotted within a period of 15 (fifteen) days from the date of passing shareholder's resolution in this regard, provided where the allotment of the Equity Shares is pending on account of pendency of any approval of such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approval.
- e) Allotment of Equity shares shall only be made in dematerialized form."

"RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs.2/- each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and/ or Company Secretary & Compliance Officer of the Company be and is hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchanges for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders."

"RESOLVED FURTHER THAT the pre-preferential allotment shareholding of the proposed allottees, in the Company shall also be subject to lock-in as per the provisions of the ICDR Regulations."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) or modify the terms of issue of shares, subject to the provisions of the Act and ICDR Regulations, without being required to seek any further consent or approval of the Members of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the allottees and issue a private placement offer cum application letter in the Form PAS-4 to the allottee inviting the loan holders to subscribe to the shares in accordance with the provisions of the Act."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the conversion of loan obtained from the proposed allottees."

"RESOLVED FURTHER THAT the Board or company secretary of the company be and is hereby authorized to, do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary or desirable to give effect to the above resolutions, including without limitation to issue and allot Equity Shares upon conversion of loan into shares, to issue certificates/ clarifications on the issue and thereafter allotment of Equity Shares, effecting any modifications to the foregoing, entering into contracts, arrangements, agreements, memoranda, documents to give effect to the resolutions above (including for appointment of agencies, consultants, intermediaries and advisors for managing conversion of loan into shares and listing and trading of Equity Shares issued on conversion of loan into shares), including making applications to stock exchange i.e. BSE Limited for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies, ("ROC"), National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Equity Shares (to be issued) with the depositories, viz. NSDL and CDSL and for the credit of such Shares to the respective dematerialized securities account of the proposed allottees, and to delegate all or any of the powers conferred on

it by this resolution to any director(s) or officer(s) of the Company and to revoke and substitute such delegation from time to time, as deemed fit by the Board, to give effect to the above resolutions and also to initiate all necessary actions for and to settle all questions, difficulties, disputes or doubts whatsoever that may arise, without limitation in connection with the issue and utilization of proceeds thereof, and take all steps and decisions in this regard, without being required to seek any further consent or approval of the members of the Company or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to delegate any or all of the powers conferred upon it by this resolution to any committee of directors of the Company (“Committee”), any director(s) and / or Company Secretary and / or any person associated with the Company.”

“RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolutions are hereby approved, ratified and confirmed in all respects.”

3. Regularisation of Appointment of Mr. Satish I Patel (DIN: 11413031) as an Executive Director.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to recommendation of the Board Governance, Nomination and Remuneration Committee and subject to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013, Article 179 of Articles of Association of the Company and, the consent of members of the company be and is hereby accorded for regularisation of appointment of Mr.Satish I Patel (DIN: 11413031) who has been appointed as an Additional Director on 19.12.2025, as an Executive Director of the Company, on the remuneration and terms and conditions as may be agreed to between the Board of Directors and Mr.Satish I Patel.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

Date: 19/12/2025

Place: Ahmedabad

Registered office:

C-1/290, GIDC Estate, Naroda,
Ahmedabad-382330, Gujarat, India,

CIN: L24231GJ1987PLC009392

E-mail: info@supercropsafe.com, cs@supercropsafe.com

Website: www.supercropsafe.in

For Super Crop Safe Limited

Sd/-

NishantNitinkumar Patel

Managing Director

DIN: 09105449

NOTES:

NOTES TO SHAREHOLDERS FOR EGM:

1. Pursuant to General Circular No. 09/2023 dated September 25, 2023, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made there under issued by the Ministry of Corporate Affairs, Government of India (collectively, referred to as the “MCA Circular”), the facility to appoint proxy to attendant cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporate are

entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc. authorising its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorisation shall be sent to the Scrutinizer by email through their registered email address to scrutinizer@tapanshah.in with copies marked to the Company at cs@supercropsafe.com.

2. Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members during AGM, on web site of the Company.

3. The Register of Members and the Share Transfer Books of the Company will remain closed from January 12, 2026 to January 19, 2026 (both days inclusive).

4. Members holding shares in dematerialized form are requested to intimate all changes with respect to their address/bank details/mandate etc. to their respective Depository Participant. The Company or its share transfer agent will not act on any direct request from these members for change of such details. However, request for any change in respect of shares held in physical form should be sent to Company or Registrar & Share Transfer Agent.

5. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

7. Details under Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.

8. Electronic copy of the Notice of the Extra-Ordinary General Meeting is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2025 is being sent in the permitted mode.

9. Members may also note that the Notice of the Extra-Ordinary General Meeting will also be available on the Company's website www.supercropsafe.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days.

10. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions in writing to the Company at least 10 (Ten) days before the date of the Meeting so that the information required may be made available at the Meeting.

11. Members are requested to note that dividends not encased or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will be, as per Section 125 of the Companies Act, 2013, transferred to the Investor Education and Protection Fund established by the Central Government pursuant to the provisions of the Investor Education and Protection Fund.

12. In terms of Regulation 12 and Schedule I of SEBI Listing Regulation require all companies to use the facilities of electronic clearing services for payment of dividend. In compliance with these regulations, payment of

dividend will be made only by electronic mode directly into the bank account of Members and no dividend warrants or demand drafts will be issued without bank particulars

13. GREEN INITIATIVE: The Ministry of Corporate Affairs ("MCA"), Government of India, has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies vide General Circular No. 09/2023 dated September 25, 2023, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made there under issued by the Ministry of Corporate Affairs, Government of India (collectively, referred to as the "MCA Circular") respectively in terms of which a company would have ensured compliance with the provisions of Section 20 of the Companies Act 2013, if service of documents have been made through electronic mode. In such a case, the Company has to obtain e-mail addresses of its members for sending the notices/documents through e-mail giving an advance opportunity to each shareholder to register their e-mail address and changes therein, if any, from time to time with the Company.

The Company has welcomed the Green Initiative and accordingly has e-mailed the soft copies of notice of the EGM, to all those Members whose e-mail IDs are available with the Company's Registrar and Transfer Agent.

In view of the above, the Company hereby request members who have not updated their email IDs to update the same with the irrespective Depository Participant(s) or the MUFG Intime India Pvt. Ltd, Registrar and Transfer Agent (R&T) of the Company. Further, members holding shares in electronic mode are also requested to ensure to keep their email addresses updated with the Depository Participants/R&T of the Company. Members holding shares in physical mode are also requested to update their email addresses by writing to the R & T of the Company quoting their folio number(s).

14. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 substituted by the Companies (Management and Administration) Amendment Rule, 2015 and Regulation 44 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Extra Ordinary General Meeting (EGM) by electronic means and the business may be transacted through e-Voting Services provided by MUFG Intime India Pvt. Ltd (MUFG). The detailed process, instructions and manner for e-voting facility is enclosed herewith. Members if the Company holding shares either in the physical form or in Dematerialized form, as on cutoff date i.e. Monday, 12th January, 2026 may cast their vote by electronic means or in the EGM. The detailed process instruction and manner for e-voting facility is enclosed herewith.

15. All documents referred to the accompanying Notice and Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days except Sunday and public holidays between 11.00 a.m. to 1.00 p.m. up to and including the date of Extra Ordinary General Meeting of the Company.

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:

1. REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “IDeAS Login Section”.
- Click on “Beneficial Owner” icon under “IDeAS Login Section”.
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.
- Enter the last 4 digits of your bank account / generate ‘OTP’
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the “Login” tab available under ‘Shareholder/Member’ section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Loginorwww.cdslindia.com> & click on New System My easi Tab.
- Enter existing username, Password & click on “Login”.

- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG Intime. Click on “MUFG Intime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration/>
- Proceed with updating the required fields for registration.
- Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG Intime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- Login to DP website
- After Successful login, user shall navigate through “e-voting” option.
- Click on e-voting option, user will be redirected to NSDL/CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode/ Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- Enter details as under:
 - User ID: Enter User ID
 - Password: Enter existing Password
 - Enter Image Verification (CAPTCHA) Code
 - Click “Submit”.

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: <https://instavote.linkintime.co.in> & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders holding shares in **NSDL form**, shall provide 'D' above
 - o Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (! # \$ % & *), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g. IN123456) and 8 digit Client ID (eg. 12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no., registered with the Company

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

- E. Thereafter, Logincredentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu Section
- C. Map the Investor with the following details:
- 1) ‘Investor ID’ –Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
 - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the **“Event No. 250904”** for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participant’s website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS:

- i. The e-Voting period commences on 16th January, 2026 (9.00 a.m.) and ends on 18th January, 2026 (5.00 p.m.). During these period shareholders of the Company, holding shares either in physical form or in the dematerialized form, as on cut-off date of 12th January, 2026 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- ii. The voting rights of shareholders shall be in proportion to their shares of the Paid up Equity Share Capital of the Company.
- iii. PCS Rupal Patel, Practising Company Secretary of Prasad Tower, 303, opp. Jainderasar, Nehru Nagar, char, Ahmedabad, Gujarat 380015 has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.
- iv. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unblock 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 favour or against, if any, and submit forthwith to the Chairman of the Company.
- v. The results declared along with the scrutinizer’s report shall be placed on the Company’s website www.supercropsafe.com and on the website of MUFG Intime India Private Limited <https://instavote.linkintime.co.in> within two working days of the passing of the resolutions at the EGM of the Company and communicated to the BSE Limited where the shares of the Company are listed.

2. Process and manner for attending the General Meeting through InstaMeet:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on “Login”.
- b) Select the “Company Name” and register with your following details:
- c) Select Check Box - Demat Account No. / Folio No. / PAN
 - Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No.: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

d) Click “Go to Meeting”

You are now registered for Insta Meet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through Insta Meet:

- Shareholders who would like to speak during the meeting must register their request with the company.
- Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
- Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panelist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
- Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET
- Click on 'Submit'.
- After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
- Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.



Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

Date: 19/12/2025

Place: Ahmedabad

Registered office:

C-1/290, GIDC Estate, Naroda,
Ahmedabad-382330, Gujarat, India,

CIN: L24231GJ1987PLC009392

E-mail: super_crop_safe@yahoo.com cs@supercropsafe.com

Website: www.supercropsafe.in

For Super Crop Safe Limited

Sd/-

NishantNitinkumar Patel

Managing Director

DIN: 09105449

EXPLANATORY STATEMENT

(Statement pursuant to Section 102 of the Companies Act, 2013)

The following is the statement setting out the material facts relating to the Special Business mentioned in the accompanying notice dated December 19, 2025 and shall be taken as forming part of the Notice.

Item No. 1

1. Background & Purpose

The Company has availed unsecured loans from the following entities out of whom Voltrix INC (registered partnership firm), which qualify as Related Party within the meaning of Section 2(76) of the Companies Act, 2013, as one of the Directors of the Company is interested in such entities:

Name of Related Party	Nature of Interest	Amount of Loan Proposed to be Converted (₹)
Wherrelz IT Solutions Limited	Body Corporate in which no Director is interested	Up to 5,00,00,000
Voltrix INC	Partnership firm in which Director is partner	Up to 10,26,81,500
Total		15,26,81,500

Considering the current financial position of the Company and with a view to strengthen the capital structure, reduce debt burden and improve net worth, the Board has approved **conversion of the aforesaid unsecured loans into equity shares** on a preferential basis.

2. Nature of Transaction

- Conversion of outstanding unsecured loan into equity shares
- Mode: Preferential Issue
- Consideration: Other than cash (loan set-off)
- Pricing: As per SEBI ICDR Regulations
- Allotment: Fully paid-up equity shares

3. Regulatory Justification

The transaction qualifies as a Related Party Transaction under Section 188 and Regulation 23 of SEBI LODR. Although conversion is permitted under Section 62(3), shareholder approval is required due to related party involvement. The transaction is at arm's length and in ordinary course of business, except for shareholder approval requirements under SEBI LODR.

4. Material Terms

Particulars	Details
Maximum Transaction Value	₹15,26,81,500
Type of Transaction	Conversion of loan into equity
Tenure of Loan	As per respective loan agreements
Basis of Pricing	SEBI ICDR Regulations
Lock-in	As per SEBI ICDR
Utilisation of Loan	Already utilised for WC, statutory dues & repayment of secured loans

Mr. Narendrasingh Zala (DIN DIN 06653715), Director of the Company, is interested in the resolution to the extent of his interest in the Related Parties mentioned above. None of the other Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise.

The Board of Directors recommends passing of the Special Resolution as set out in Item No. 1 of the Notice, as the transaction is in the best interest of the Company.

Item No. 2

The Special Resolutions contained in Item No. 2 of the Notice, have been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot:

- Up to 38,46,154 (Thirty-Eight Lakh Forty-Six Thousand One Hundred Fifty-Four) Equity shares of face value of Rs.2/- (Rupees Two Only) each towards conversion of loan to the extent of Rs.5,00,00,000/- (Rupees Five Crore Only), to the persons belonging to the Non-Promoter Group of the Company at an Issue Price of Rs.13/- (Rupees Thirteen Only) determined in accordance with Chapter V of SEBI (ICDR) Regulations; and
- Up to 78,98,577 (Seventy-Eight Lakh Ninety-Eight Thousand Five Hundred Seventy-Seven) Equity shares of face value of Rs.2/- (Rupees Two Only) each towards conversion of loan to the extent of Rs.10,26,81,500/- (Rupees One Crore Twenty-Six Lakh Eighty-One Thousand Five Hundred Only), to the persons belonging to the Non-Promoter Group of the Company at an Issue Price of Rs.13/- (Rupees Thirteen Only) determined in accordance with Chapter V of SEBI (ICDR) Regulations.

One Body corporate and Second Partnership firm in which Mr. Narendrasinh Zala, Director of the Company is partner, have extended loans to the Company and the Company proposes to convert loans worth Rs.15,26,81,500/- into Equity Shares on a private placement basis.

The proposed Preferential Issue is to be issued to the persons belonging 'Non-Promoter Group Category' as per the details disclosed in the respective resolution. The preferential issue shall be made in terms of Chapter V of the SEBI ICDR regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in its meeting held on December 19, 2025.

The approval of the members is accordingly being sought by way of passing a 'Special Resolution' under Sections 42, and 62 of the Companies Act, 2013, read with the rules made there under, and Regulation 160 of the SEBI ICDR Regulations for Item No. 1 of the Notice.

Further in terms of Rule 13 of Companies (Share Capital and Debentures) Rule, 2014 and Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the following disclosures are required to be made in the explanatory statement to the notice.

1) Particulars of the Preferential Issue including date of passing of Board resolution, kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued:

With a view to expansion of Business and meet its working capital requirements, repayment of loan of the Company, Management of the Company had borrowed money from Wherrelz IT Solutions Limited, Voltrix INC and entered into the loan agreement. The Board of Directors in their meeting held on December 21, 2024 accorded approval of adding clause for conversion of any loan that the Company had borrow from Various Lenders via Loan Agreement executed/ to be executed by the Company up to amount of INR 29,21,21,401.41/-, and such loan can be converted into the Equity Shares of the Company by participating into the Right Issue or through Preferential Allotment or through any other mode, at a later date, at the option of the Lenders, upon such terms and conditions as may be deemed appropriate by the Board and as stipulated in the Loan Agreement at a price will be decided at the time of conversion. This would provide an enabling option to the Various Lenders, to convert the whole or any part of such outstanding loans into fully paid-up Equity Shares of the Company. The same has been approved by the shareholders of the Company through postal ballot dated January 25, 2025.

Hence, in line of the above-mentioned agenda, the proposed issue of equity shares on preferential basis by way of conversion of outstanding unsecured loan has been approved by the Board of Directors and is being placed before the shareholders pursuant to Section 62(3) of the Companies Act, 2013, Rule 13 of the

Companies (Share Capital and Debentures) Rules, 2014 and in accordance with the applicable provisions of SEBI (ICDR) Regulations, 2018 and SEBI (LODR) Regulations, 2015.

The Board of Directors at its meeting held on December 19, 2025, has, subject to the approval of the Members, and such other approvals as may be required, approved the issuance and allotment of:

- Up to 38,46,154 (Thirty-Eight Lakh Forty-Six Thousand One Hundred Fifty-Four) Equity shares of face value of Rs.2/- (Rupees Two Only) each towards conversion of loan to the extent of Rs.5,00,00,000/- (Rupees Five Crore Only), to the persons belonging to the Non-Promoter Group of the Company at an Issue Price of Rs.13/- (Rupees Thirteen Only) determined in accordance with Chapter V of SEBI (ICDR) Regulations; and
- Up to 78,98,577 (Seventy-Eight Lakh Ninety-Eight Thousand Five Hundred Seventy-Seven) Equity shares of face value of Rs.2/- (Rupees Two Only) each towards conversion of loan to the extent of Rs.10,26,81,500/- (Rupees One Crore Twenty-Six Lakh Eighty-One Thousand Five Hundred Only), to the persons belonging to the Non-Promoter Group of the Company at an Issue Price of Rs.13/- (Rupees Thirteen Only) determined in accordance with Chapter V of SEBI (ICDR) Regulations.

2) Objects of the Issue:

There are Unsecured Loans from the Wherrelz IT Solutions Limited, Voltrix INC, and the Company proposes to issue such number of Equity Shares on preferential basis in order to restructure the said unsecured loans held in the names of proposed allottee(s) namely, M/s. Wherrelz IT Solutions Limited and M/s. Voltrix INC to the extent of Rs.15,26,81,500/- (Rupees Fifteen Crore Twenty-Six Lakh Eighty-One Thousand Five Hundred Only) and to strengthen the Capital structure of the Company. The proposed allottees have entered into agreement with the Company to convert their outstanding unsecured loan amount due to the Company in to Equity Shares. In view of the current financial position of the Company, the Board of Directors of the Company has decided to convert unsecured loans in to Equity Shares which is in best interest of the Company and it will also strengthen the financial position of the Company by reducing liabilities and it will also result in increase of net worth of the Company.

Allocation of funds obtained by way of loan from the proposed allottees:-

The Company has utilised the proceeds raised through loan ("loan Proceeds") towards the following objects:

- a) To repay secured loan with interest of the Company and to provide FD for further overdraft facility
- b) To meet Working Capital requirement and operational expense of the company
- c) To pay statutory liability of the Company

Utilization of proceeds

The loan funds have been utilised as under, before conversion of the loan into shares: -

S.N.	Particulars	Total amount utilized (Rs.)	Tentative timelines for utilization of issue proceeds from the date of receipt of funds
1	To repay secured loan with interest of the Company and to provide FD for further overdraft facility	1,63,18,308	Up to December, 2025
2	To meet Working Capital requirement and operational expense of the company	13,60,68,516	Up to December, 2025
3	To pay statutory liability of the Company	2,94,577	Up to December, 2025
Total		15,26,81,401	

Note: In terms of BSE Notice No. 20221213-47, dated December 13, 2022, the amount specified for the above-mentioned object of issue size may deviate +/- 10% depending upon future circumstances

The issue of securities as mentioned in Item No. 1 of this Notice is pursuant to conversion of Loan of person belonging to the public category and allocation of the same is as follows:

S. No.	Name of the proposed allottee	Outstanding loan proposed to be converted
1	Wherrelz IT Solutions Limited	Up to Rs. 5,00,00,000
2	Voltix INC	Up to Rs. 10,26,81,500

The Total amount of issue size as mentioned above has been fully allocated towards conversion of outstanding loans and there will be no utilization towards General Corporate Purposes.

Schedule of implementation and Deployment of Funds

Since present preferential issue is pursuant to conversion of loan in terms of the provisions of Chapter V of the SEBI(ICDR) Regulation therefore all the outstanding loans which is proposed to be converted into equity shares, shall be considered converted immediately on the approval of the Board of Directors of the Company subject to grant of shareholder's approval along with regulatory approvals.

Interim Use of Proceeds

Not applicable as the said issue is pursuant to conversion of loans into Equity Shares and there will be no unutilized funds post allotment of Equity Shares.

Appraisal and Monitoring Agency

As the requirement of monitoring agency is not mandatory if the Issue size is up to Rs.100 Crore and the size of this Issue is below Rs.100 Crores, our Company has not appointed any monitoring agency for this Issue.

3) The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

None of the Promoters /Promoter Group/ Directors, Key Managerial Personnel or Senior Management of the Company except Mr. Narendrasinh Zala (DIN 06653715), Whole Time Director of the Company who is interested party in Voltix LLC, one of the proposed allottee, intends to subscribe the shares pursuant to the aforementioned preferential issue.

4) Shareholding Pattern of the Company before and after the issue:

The pre-issue shareholding pattern of the Company and the post-issue shareholding pattern is given below:

Sr. No.	Category of shareholders	Pre- Issue Shareholding		Post-Issue Shareholding	
		No. of Shares	% of Total shareholding	No. of Shares	% of Total shareholding
A	Promoter and Promoter Group				
1.	Indian	--	--	--	--
a.	Individuals/Hindu undivided Family	1,31,56,589	32.72	1,31,56,589	25.32
	Sub-Total (A)(1)	1,31,56,589	32.72	1,31,56,589	25.32
2	Foreign Promoters			--	--
	Sub-Total (A)(2)			--	--
Total Shareholding of Promoter and Promoter Group (A) = (A)(1) + (A)(2)		1,31,56,589	32.72	1,31,56,589	25.32
B	Non-Promoters Holding--				

1.	Institutions (Domestic)	--	--	--	--
	Sub-Total (B)(1)	--	--	--	--
2.	Institutions (Foreign)	--	--	--	--
	Sub-Total (B)(2)	--	--	--	--
3.	Central Government / State Government(s)	1,000	0.00	1,000	0.00
	Sub-Total (B)(3)	1,000	0.00	1,000	0.00
4.	Non-Institution				
a.	Investor Education and Protection Fund (IEPF)	5,71,777	1.42	5,71,777	1.10
a.	Directors and their relatives	--	--	--	--
b.	Key Managerial Personnel	--	--	--	--
c.	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	--	--	--	--
c.	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	1,87,19,639	46.55	1,87,19,639	36.03
d.	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	59,08,595	14.69	1,38,07,172	26.57
e.	Non-Resident Indians (NRIs)	2,75,321	0.68	2,75,321	0.53
f.	Bodies Corporate	2,10,065	0.52	40,56,219	7.81
g.	Any Other	13,71,514	3.41	13,71,514	2.64
	(i) Hindu Undivided Families	13,15,888	3.27	13,15,888	2.53
	(ii) LLP	50,106	0.12	50,106	0.10
	(iii) Clearing Members	5,520	0.01	5,520	0.01
	Sub-Total (B)(4)	2,70,56,911	67.28	3,88,02,642	74.68
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)+ (B)(4)	2,70,57,911	67.28	3,88,02,642	74.68
	Total (A+B)	4,02,14,500	100.00	5,19,59,231	100.00

**The post issue paid up capital is arrived after considering the preferential allotments proposed to be made under this notice and on fully diluted basis.*

5) Proposed time frame within which the preferential issue shall be completed:

In terms of SEBI ICDR Regulations, the preferential allotment of said Equity Shares will be completed within a period of 15 (fifteen) days from the date of passing of special resolution. Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

6) Names of the proposed allottees to whom allotment is proposed to be made and the percentage (%) of post-preferential offer capital that may be held by them and Change in Control, if any, consequent to the Preferential Allotment:

Sr. No.	Name of the Proposed Allottees	PAN	Address	Category	Pre- Preferential Allotment		Number of Equity Shares proposed to be issued	Post-Preferential Allotment	
					No. of Shares	% of voting rights		No. of Shares	% of voting rights
1	Wherrelz IT	AABCW5981A	Plot No. 15,	Non-	0	0	38,46,154	38,46,154	7.40

	Solutions Limited		Road 10, Sec -1 New Panvel East, Raigarh, Navi Mumbai, Maharashtra, India, 410206	Promoter, Body Corporate					
2	Voltrix INC*	ACTFS9703K	Third Floor, Office No. 302, Copper Annexy, Bedi Bandar Road, St. Ans. School, Patel Colony 3, Jamnagar-361 008, Gujarat, India	Non-Promoter, Partnership Firm	1,24,749	0.31	78,98,577	80,23,326	15.44

The above table shows the expected holding in the Company upon consummation of the allotment.

*the above mentioned pre holding shows Narendrasinh Zala (Beneficial Owner of Voltrix INC) and his relatives

7) Identity of the Proposed Allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and/or who ultimately control), class of the Proposed Allottees:

The name of the proposed allottees and the identity of the natural persons who are ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees, is as follows:

Sr. No.	Name of the Proposed Allottees	Ultimate Beneficial Ownership	Pre-Issue status of the allottees	Post-Issue status of the allottees	Change in control, if any
1	Wherrelz IT Solutions Limited	Mr. Pankal Saxena (PAN: AHPPS3662L)	Non-Promoter, Body corporate	Non-Promoter, Body corporate	N.A.
2	Voltrix INC	Narendrasinh Zala(PAN: AAGPZ9122J)	Non-Promoter, Partnership Firm	Non-Promoter, Partnership Firm	N.A.

8) Consequential Changes in the control and change in management:

There shall be no change in the management or control of the Company pursuant to the abovementioned Preferential Allotment. However, voting rights will change in accordance with the shareholding pattern.

9) Relevant Date:

In accordance with the provisions of Regulation 161 of the ICDR Regulations, the “Relevant Date” for the purpose of calculating the floor price for the issue of Equity Shares of the Company pursuant to the issue of shares is Saturday, December 20, 2025, being the working day preceding the date that is 30 (thirty) days prior to the date of the Extra Ordinary General Meeting.

10) Basis on which the minimum issue price has been arrived at and justification for the price (including premium, if any) along with report of the Independent registered valuer:

The Equity Shares of Company are listed on BSE Limited, for a period of more than 90 trading days as on the relevant date i.e., Saturday, December 20, 2025, and are frequently traded in accordance with the SEBI (ICDR) Regulations.

In compliance with Regulation 166A of the ICDR Regulations as the preferential issue to the allottees, who are persons acting in concert, is more than five per cent of the post issue fully diluted share capital of the Company, therefore, the minimum issue price is higher of the price determined through following methods:

- a) In terms of the provisions of Regulation 164 of SEBI (ICDR) Regulations the price at which Equity Shares shall be allotted shall not be less than higher of the following:
 - i) the 90 (Ninety) trading days' volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date, i.e., Rs.10.55 per Equity Share; or
 - ii) the 10 (Ten) trading days' volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date, i.e., Rs. 8.48per Equity Share.

Accordingly, the minimum issue price in terms of Regulation 164 of the SEBI (ICDR) Regulation, is Rs.10.55 per Equity Share, being higher of the above two prices.

- b) In compliance with Regulation 166A of the ICDR Regulations as the preferential issue to the allottees, who are persons acting in concert, is more than five per cent of the post issue fully diluted share capital of the Company, therefore, the price determined through Valuation report of Sejal Ronak Agrawal, Registered Valuer (IBBI Registration No. IBBI/RV/06/2020/13106). i.e., Rs.13/- per Equity Share. The said report is available on the website of the Company at www.supercropsafe.com.
- c) Method of determination of price as per the Articles of Association of the Company - Not applicable as the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis.

The Proposed Allottees have decided to subscribe to the proposed issue of Equity Shares at an Issue Price of Rs.13/- (Rupees Thirteen Only) each, which is higher than the prices as computed above.

The valuation report is available for inspection at the Registered Office of the company during the business hours on any working days and the same can also be access at Company's website i.e. www.supercropsafe.com.

There is no change in control consequent to the present preferential issue to the proposed allottee.

11) Current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter:

None of the existing shareholder except, Mr. Narendrasinh Zala, Ultimate Beneficial Ownership of M/s Voltrix INC ,of the proposed allottee is existing shareholder of the company under Public category, and pursuant to this allotment the proposed allottees shall be covered under the head of public category under shareholding pattern of the Company.

12) Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

The proposed allotment will be made on cash basis, since the shares will be issued upon conversion of unsecured loan of the proposed allottee.

13) The change in control or allotment of more than five percent to an allottee or to allottees acting in concert if any, of the Company that would occur consequent to preferential offer:

There shall be no change in the management or control of the Company pursuant to the abovementioned Preferential Allotment.

In Pursuance to regulation 166A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, allotment to the all proposed allottees is more than five percent of the post issue fully diluted share capital of the issuer.

Hence, the company has obtained valuation report from the Independent Registered Valuer, Sejal Ronak Agrawal, Registered Valuer (IBBI Registration No. IBBI/RV/06/2020/13106) in accordance with Regulation 166A of the SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018. The valuation report is available for inspection at the Registered Office of the company during the business hours on any working days and further shareholders can also access the valuation report from the Company's website i.e. www.supercropsafe.com.

14) Lock-in Period:

The proposed allotment of Equity Shares shall be subject to lock-in as per the requirement of SEBI (ICDR) Regulations, 2018.

In accordance with Regulation 167 of the SEBI ICDR Regulations, the Lock-in-period are as follows:

- The Equity shares allotted on a preferential basis to proposed allottee (promoters and promoter group) shall be locked-in for a period of Eighteen Months from the date of Trading Approval.
- The entire pre-preferential allotment shareholding of the allottees, if any shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

15) No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has not made any preferential allotments during the year.

16) Listing:

The Company will make an application to BSE Limited ("Stock Exchange") at which the existing Equity Shares are presently listed, for listing of the Equity Shares. Such Equity Shares, once allotted, shall rank paripassu with the then existing Equity Shares of the Company, in all respects, including voting rights and dividend.

17) Principle terms of assets charged as securities: Not Applicable

18) Name and address of valuer who performed valuation:

The Valuation was performed by independent valuer, Sejal Ronak Agrawal, Registered Valuer (IBBI Registration No. IBBI/RV/06/2020/13106) having office at E 710, Ganesh Glory 11, Jagatpur, off S G Highway, Ahmedabad- 382481.

The valuation report is available for inspection at the Registered Office of the company during the business hours on any working days and further shareholders can also access the valuation report from the Company's website i.e. www.supercropsafe.com.

19) Practicing Company Secretary Certificate:

The Certificate dated December 24, 2025 issued by Practicing Company Secretary, certifying that the preferential issue is being made in accordance with the requirements contained in the chapter V of ICDR Regulations, will be placed before the shareholders at the Annual General Meeting and is also available for

inspection at the Registered Office of the company during the business hours on any working days, such certificate is hosted on the Company's website and is accessible at link www.supercropsafe.com.

20) Particulars of the issue including the material terms of issue, date of passing of Board resolution, kind of securities offered, total / maximum number of securities to be issued and the issue price:

Details of the securities to be issued, price of securities, date of approval by the Board in relation to the preferential allotment, and details of the proposed allottees are set out in the previous paragraphs. The Equity Shares shall be fully paid-up and listed on BSE Limited (the stock exchange) and rank pari-passu with the existing equity shares of the Company in all respects from the date of allotment (including with respect to entitlement to dividend and voting powers, other than statutory lock-in under the SEBI ICDR Regulations), in accordance with applicable law, and shall be subject to the requirements of all applicable laws and to the provisions of the Memorandum of Association and Articles of Association of the Company, if any.

21) SEBI Takeover code:

In the present case none of the proposed allottees would attract SEBI Takeover Code and therefore is not under obligation to give open offer to the public except making certain disclosures to Stock Exchange.

22) Other disclosures/Undertaking:

- a) The Proposed Allottee has confirmed that they have not sold any equity shares of the Company during the 90 trading days preceding the Relevant Date.
- b) The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.
- c) The Company is in compliance with the conditions for continuous listing, and is eligible to make the preferential issue under Chapter V of the ICDR Regulations.
- d) Neither the Company nor any of its directors or Promoters are categorized as willful defaulter(s) or fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulter(s) issued by the Reserve Bank of India. Consequently, the disclosures required under Regulation 163 of the SEBI (ICDR) Regulations, 2018 are not applicable.
- e) Neither the Company nor any of its directors and / or Promoters is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- f) The entire pre-preferential allotment shareholding of the Proposed Allottee, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval as per the ICDR Regulations.
- g) The Company is not required to re-compute the price of the Equity Shares in terms of the provisions of the ICDR Regulations. Since the Companies equity shares are listed on recognized Stock Exchange (BSE) for a period of more 90 trading days prior to the Relevant Date, the Company is neither required to re-compute the price nor is required to submit an undertaking as specified under applicable provisions of SEBI ICDR Regulations.
- h) The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottee;
- i) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories;
- j) The Company shall be making application seeking in-principle approval to the stock exchange, where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution.

k) The Company has complied with the applicable provisions of the Companies Act, 2013. The provisions of Section 62 of the Companies Act, 2013 (as amended from time to time) and the ICDR Regulations.

The Company shall made adjustment in the price of the relevant securities to be allotted under the preferential issue in terms of the provisions of SEBI ICDR Regulations where it is required to do so, including pursuant to Regulation 166 of the SEBI ICDR Regulations, if required.

The documents (including Valuation Reports) referred to in the Notice, for which this shareholder's approval is being obtained, will be available for inspection during business hours on all working days of the Company (Except Saturday, Sundays and Public holidays) without any fee by the members from the date of circulation of this Notice up to the last date of voting i.e. January 18, 2026.

None of the Directors or Key Managerial Personnel and/ or their immediate relatives, are in any way, concerned or interested, financially or otherwise, in the above resolution as set out at Item No. 1 of this Notice, except to their shareholding in the Company.

The Board recommends the matter and the resolution set out under Item No. 2 for the approval of the Members by way of passing **Special Resolutions**.

3. To regularise appointment of Mr. Satish I Patel (DIN: 11413031) as an Executive Director

As per the requirement of Sections 196, 197, 203 and Schedule V of Companies Act, 2013 read with prescribed Rules of the Companies Rules, 2014, the Board has upon the recommendation of the Nomination and Remuneration Committee appointed **Mr. Satish I Patel (DIN: 11413031)** as an Additional Director at the Board Meeting held on 19.12.2025.

The Company has received a (I) Consent in writing from **Mr. Satish I Patel (DIN: 11413031)** in Form DIR – 2 pursuant to the Rule 8 of the Companies (Appointment & Qualifications of Directors) Rules 2014; (II) Intimation in Form DIR – 8 pursuant to the Rule 14 of the Companies (Appointment & Qualifications of Directors) Rules 2014 that he is not disqualified under section 164 sub – section (2) of the Companies Act, 2013.

The Director shall follow the code of conduct of the Company and perform the duties as prescribed by the Board from time to time subject to the provisions of Section 166 of Companies Act, 2013.

The terms and conditions of Appointment of **Mr. Satish I Patel (DIN: 11413031)** as a Executive Director is available for inspection by members at the Registered Office of the Company on any working day during working hours.

The company also seeks the approval of the shareholders by way of Special resolution as per the provisions of Sections 196, 197 and Schedule V of the Companies Act, 2013 read with Companies Rules, 2014 (including any Statutory modifications or re – enactment thereof) and other applicable provisions if any, for the Appointment of **Mr. Satish I Patel (DIN: 11413031)** as an Executive Director.

Except **Mr. Satish I Patel (DIN: 11413031) & Mr. Nishant Patel (DIN: 09105449)**, none of the Directors, Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the proposed resolution.

Date: 19/12/2025
Place: Ahmedabad

Registered office:
C-1/290, GIDC Estate, Naroda,
Ahmedabad-382330, Gujarat, India,
CIN: L24231GJ1987PLC009392
E-mail: info@supercropsafe.com, cs@supercropsafe.com
Website: www.supercropsafe.com

For Super Crop Safe Limited

Sd/-
Nishant Nitinkumar Patel
Managing Director
DIN: 09105449

Disclosure pursuant to Section 62(3), Rule 13 and SEBI (ICDR) Regulations, 2018

(Conversion of Loan into Equity Shares)

Sr. No.	Disclosure Requirement	Particulars	Particulars
1	Name of the Lender / Allottee	Mr.PankajSaxena, Director of the Company Wherrelz IT Solutions Limited	Mr.NarendrasinghZala, Partner of Voltrix INC.
2	Category of Allottee	Promoter / Promoter Group / Non-Promoter Director (as applicable)	Promoter / Promoter Group / Non-Promoter Director (as applicable)
3	Nature of Security Proposed to be Issued	Equity Shares of ₹ 2/- each	Equity Shares of ₹ 2/- each
4	Relevant Provision	Section 62(3) of the Companies Act, 2013 read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Chapter V of SEBI (ICDR) Regulations, 2018	Section 62(3) of the Companies Act, 2013 read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 and Chapter V of SEBI (ICDR) Regulations, 2018
5	Date(s) of Receipt of Loan	14/12/2023 to 30/03/2024	23/08/2023 to 21/12/2024
6	Amount of Loan Received (₹)	₹ 18,94,40,000/-	₹ 10.26.81.401.41
7	Outstanding Loan Amount proposed for Conversion (₹)	₹5,00,00,000/-	₹ 10,26,81,500
8	Mode of Receipt of Loan	Banking channels (RTGS / NEFT / Cheque)	Banking channels (RTGS / NEFT / Cheque)
9	Purpose for which Loan was Availed	a) To repay secured loan of the Company to the banker of the Company b) To pay statutory liability of the Company c) To meet Working Capital requirement of the company	a) To repay secured loan of the Company to the banker of the Company b) To pay statutory liability of the Company c) To meet Working Capital requirement of the company
10	Utilisation of Loan Proceeds	a) To repay secured loan of the Company to the banker of the Company b) To pay statutory liability of the Company c) To meet Working Capital requirement of the company	a) To repay secured loan of the Company to the banker of the Company b) To pay statutory liability of the Company c) To meet Working Capital requirement of the company
11	Location / Place of Utilisation	Utilised for Company's business operations at its registered office and operational facilities	Utilised for Company's business operations at its registered office and operational facilities
12	Whether Loan is Repaid	No	No
13	Reasons for Non-Repayment in Cash	In view of the Company's current liquidity position and working capital requirements, repayment of the loan in cash would have adversely affected business operations, liquidity and financial stability.	In view of the Company's current liquidity position and working capital requirements, repayment of the loan in cash would have adversely affected business operations, liquidity and financial stability.
14	Justification for Conversion of Loan into Equity	Conversion will strengthen the capital base, improve debt-equity ratio, reduce financial leverage, and conserve cash	Conversion will strengthen the capital base, improve debt-equity ratio, reduce financial leverage, and conserve cash resources,

Sr. No.	Disclosure Requirement	Particulars	Particulars
		resources, thereby supporting long-term growth of the Company.	thereby supporting long-term growth of the Company.
15	Conversion Price / Issue Price	₹ 13/- per equity share	₹ 13/- per equity share
16	Basis of Issue Price	Determined in accordance with Regulation 164 / 165/ 166A of SEBI (ICDR) Regulations, 2018	Determined in accordance with Regulation 164 / 165/ 166A of SEBI (ICDR) Regulations, 2018
17	Number of Equity Shares to be Issued	38,46,154 Equity Shares	78,98,577 Equity Shares
18	Pre-Issue Shareholding of Allottee	Nil Equity Shares / 0.00%	1,24,749 Equity Shares / 0.31%
19	Post-Issue Shareholding of Allottee	38,46,154 Equity Shares / 7.40%	80,23,326 Equity Shares / 15.44%
20	Whether Issue Results in Change in Control	No	No
21	Lock-in Period	Shares shall be locked-in as per Regulation 167 of SEBI (ICDR) Regulations, 2018	Shares shall be locked-in as per Regulation 167 of SEBI (ICDR) Regulations, 2018
22	Interest on Loan	Interest-free	Interest-free
23	Board Approval Date	19/12/2025	19/12/2025
24	Valuation Report	Valuation report obtained from Registered Valuer for compliance with applicable laws	Valuation report obtained from Registered Valuer for compliance with applicable laws
25	Shareholders' Approval for loan agreement	Approval sought by way of Special Resolution at the Extraordinary General Meeting held on January 19, 2026	Approval sought by way of Special Resolution at the Extraordinary General Meeting held on January 19, 2026