

**PRATIKSHA CHEMICALS LIMITED**

**CIN: L24110GJ1991PLC015507**

Regd. Office: 26/Office, Newyork Trade Centre, Opp. Muktidham Derasar,  
Sarkhej Gandhinagar Highway, Thaltej, Ahmedabad, Gujarat, India, 380054.

Mail Id: [exports@dharapratiksha.com](mailto:exports@dharapratiksha.com) Contact: 02717-284350

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Date: 28.01.2026

To,  
BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai – 400 001

BSE Scrip Code: 531257

**Subject: EGM Notice**

Dear Sir/Madam,

This is to inform that the Extra Ordinary General Meeting (“EGM”) of the company will be held on Friday, 20th February, 2026 at 12:00 noon at the registered office of the company situated at Office No. 26, Newyork Trade Centre, Opp. Muktidham, Derasar, SG Highway, Thaltej Road, Ahmedabad, Gujarat, India, 380054.

The Notice is also uploaded on the Company’s website [dharapratiksha.com](http://dharapratiksha.com)

You are requested to please take the same on your record.

**For, Pratiksha Chemicals Limited**

**Sumit Harjibhai Gol**  
**Additional Director**  
**DIN: 11367027**

# **PRATIKSHA CHEMICALS LIMITED**

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## **Notice of Extraordinary General Meeting**

Notice is hereby given that an Extraordinary General Meeting EGM-1/2025-26 of the members of PRATIKSHA CHEMICALS LIMITED will be held on Friday, 20<sup>th</sup> February, 2026 at 12:00 noon at the registered office of the company situated at Office No. 26, Newyork Trade Centre, Opp. Muktidham, Derasar, SG Highway, Thaltej Road, Ahmedabad, Gujarat, India, 380054 to transact the following businesses:

### **Special Business(es):**

#### **ITEM No. 1 :AMENDMENT OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:**

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

**“RESOLVED THAT**, pursuant to the provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), subject to the approval of the Registrar of Companies, the consent of members be and is hereby accorded to alter the Memorandum of Association of the Company as follows:

(a) The existing Main Object Clause (A) be altered by inserting the following sub clauses (2) to (11) in addition to existing subclause (1):

(2) To carry on the business of Information Technology (IT) including development, design, programming, coding, testing, customization, implementation, maintenance and support of computer software, mobile applications, websites, ERP solutions, IT-enabled services, cloud services, data analytics, cyber security solutions, and all related IT consultancy and advisory services.

(3) To undertake trading, import, export, and distribution activities in respect of both IT products/services and laminates/related furnishing materials, and to act as consultants, advisors, representatives, or collaborators for the above businesses.

(4) To carry on in India or elsewhere the business to provide, commercialize, control, develop, establish, handle, operate, hold, pack, organise, promote, service, supervise, represent and to act as agent, concessionaires, consultants, booking agents or deal in all types of collecting payments for claims on behalf of their clients.

(5) To act as debt recovery agents and perform activities related to NPA resolution for bankers, financiers and financial institutions and others and to recover money on their behalf by employing servants, agents, representatives, and others, to recover money advanced, amount outstanding on credit card facilities and term loans.

(6) To carry on the business of buying, selling, importing, exporting, dealing in, and trading of Gold and Precious Metals including Gold bullion, gold bars, gold coins, silver, platinum, and other precious metals.

(7) To carry on the business of manufacturing, processing, designing, marketing, importing, exporting, distributing and dealing in all kinds of laminates, decorative laminates, industrial laminates, plywood, veneers, particle boards, MDF, sunmica, and allied products, including providing interior, furnishing and allied solutions in India and abroad.

(8) To carry on the business of buying, selling, importing, exporting, dealing in, and trading of Gold and Precious Metals including Gold bullion, gold bars, gold coins, silver, platinum, and other precious metals.

(9) To carry on business as manufactures, importers, exporters, wholesalers, retailers and dealers in all types of agri-inputs, like fertilizers, Micronutrients, Pesticides & insecticides, veterinary and live stock feeds and feed supplements, fish feeds and its supplements.

(10) To buy import, export, sell and generally deal in all plant and machinery, implements, accessories, tools, goods or things and all types of modern agricultural implements, veterinary, live stock and poultry equipments and also to carry on the business of poultry, farming, agricultural farming, fish rearing and allied activities.

(11) To carry on the business of buying, selling, importing, exporting, dealing in, and trading of Agricultural Commodities including all types of agricultural products, grains, fruits, vegetables, spices, oilseeds, and other produce.

(b) The existing Other Object Clause (C) be Deleted.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors and Company Secretary of the Company be and hereby authorized severally/jointly, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies, Gujarat, Dadra and Nagar Haveli.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this regulation to any Committee of Directors of the Company or Officer(s) of the Company in order to give effect to this resolution.”

**ITEM-2: REGULARISATION OF APPOINTMENT OF MR. KISHAN RAJESHBHAI MENDAPARA (DIN: 11450994), AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

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 149, 150, 152, 160, 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 as well as other Rules made thereunder and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of 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 of the Company, Mr. Kishan Rajeshbhai Mendapara (DIN: 11450994), who was appointed as an Additional Director of the Company, under the category of Independent Director with effect from December 26, 2025, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act read with Rules framed there under and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, read with the Rules made thereunder and the applicable provisions of

Listing Regulations, be and is hereby appointed as an Independent Director (Designated as Non-Executive) of the Company, to hold office for a term of five consecutive years i.e., from December 26, 2025 till December 25, 2030, not liable to retire by rotation.”

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors and Company Secretary of the Company be and hereby authorized severally/jointly, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies, Gujarat, Dadra and Nagar Haveli.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this regulation to any Committee of Directors of the Company or Officer(s) of the Company in order to give effect to this resolution.”

**ITEM-3: REGULARISATION OF APPOINTMENT OF MS. KHUSHBU HEMANSHU NADAPARA (DIN:11386775), AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

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 149, 150, 152, 160, 161, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 as well as other Rules made thereunder and pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), as amended (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of 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 of the Company, Ms. Khushbu Hemanshu Nadapara (DIN:11386775), who was appointed as an Additional Director of the Company, under the category of Independent Director with effect from December 26, 2025, and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act read with Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, read with the Rules made thereunder and the applicable provisions of Listing Regulations, and in respect of whom the Company has

received a notice in writing under Section 160(1) of the Act proposing her candidature for the office of an Independent Director, be and is hereby appointed as an Independent Director (Designated as Non-Executive) of the Company, to hold office for a term of five consecutive years i.e., from December 26, 2025 till December 25, 2030, not liable to retire by rotation.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors and Company Secretary of the Company be and hereby authorized severally/jointly, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies, Gujarat, Dadra and Nagar Haveli.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this regulation to any Committee of Directors of the Company or Officer(s) of the Company in order to give effect to this resolution.”

**ITEM NO. 4: REGULARIZATION OF MR. KALPESH KAMANI AS DIRECTOR (DIN: 11366816) OF THE COMPANY:**

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 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in pursuance to Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and pursuant to receipt of recommendation of Nomination and Remuneration Committee of the Company, Mr. Kalpesh Kamani as Director (DIN: 11366816), who was appointed by the Board of Directors as an Additional Director of the Company with effect from November 5, 2025, be and is hereby appointed as a Director (Non Executive, Non Independent) liable to retire by rotation”.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors and Company Secretary of the Company be and hereby authorized severally/jointly, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of

giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies, Gujarat, Dadra and Nagar Haveli.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this regulation to any Committee of Directors of the Company or Officer(s) of the Company in order to give effect to this resolution.”

**ITEM NO-5: APPOINTMENT OF MR. SUMIT HARJIBHAI GOL (DIN: 11367027) AS MANAGING DIRECTOR OF THE COMPANY:**

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 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013 including any statutory modification or re-enactment thereof, or any other law and subject to such consent(s), approval(s) and permission(s) as may be necessary in this regard and subject to such conditions as may be imposed by any authority while granting such consent(s), permission(s) and approval(s) and as are agreed to by the Board of Directors (here in after referred to as the Board, which term shall unless repugnant to the context or meaning thereof, be deemed to include any committee thereof and any person authorised by the Board in this behalf), consent of the Members be and is hereby accorded to appoint and change the designation of Mr. Sumit Harjibhai Gol (DIN: 11367027), from Additional Director to Managing Director (designated as Executive Director) of the Company, liable to retire by rotation for a period of Three years with effect from date of this Extra-ordinary General Meeting, on the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to Board, to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Sumit Harjibhai Gol subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to vary and / or modify the terms and condition of the appointment as set out in the explanatory statement annexed to the Notice including remuneration payable to Mr. Sumit Harjibhai Gol in such manner as may be agreed between the board and Mr. Sumit Harjibhai Gol and within the limit as prescribed in Schedule V of the Companies Act, 2013 including any amendment, modification variation or re-enactment thereof.

**RESOLVED FURTHER THAT** in the event of any loss, absence or inadequacy of the profit of the company in any financial year, during the term of office of Mr. Sumit Harjibhai Gol, the remuneration mentioned in the explanatory statement shall be paid to Mr. Sumit Harjibhai Gol as minimum remuneration and the same shall be subject to the limits as set out in Section II of part II of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors and Company Secretary of the Company be and are hereby authorized severally/jointly, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies, Gujarat, Dadra and Nagar Haveli.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this regulation to any Committee of Directors of the Company or Officer(s) of the Company in order to give effect to this resolution.

**ITEM NO. 6 –TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

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 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 and the relevant rules framed there under, (including any statutory amendment(s) or modification(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force) and in accordance with the applicable provisions of the Articles of Association of the Company, the consent of the members be and is hereby accorded to increase the Authorised Share Capital of the from 7,50,00,000/- (Seven Crore Fifty Lakh Only) divided into 75,00,000 (Seventy five Lakh) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 32,00,00,000/- (Rupees Thirty Two Crores only) divided into 3,20,00,000 (Three Crore Twenty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each by creating additional 2,45,00,000 (Two Crore Forty Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each.”

**RESOLVED FURTHER THAT,** the Capital Clause of the Memorandum of Association of the Company accordingly be and is hereby substituted with the following Clause V:



***V. The Authorised Share Capital of the Company is Rs. 32,00,00,000/- (Rupees Thirty Two Crores only) divided into 3,20,00,000 (Three Crore Twenty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each.***

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution, the Board / Committee of the Board or any officer(s) authorized by the Board of Directors, be and are hereby authorized to do all such acts, deeds, matters and things whatsoever, including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

#### **ITEM NO. 7 –TO INCREASE THE BORROWING POWER OF THE COMPANY**

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 180 (1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, read with the applicable rules made thereunder and the Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors of the Company for borrowing, from time to time, any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves, provided that the total amount so borrowed by the Board shall not at any time exceed Rs. 200 Crores (Rupees Two Hundred Crores Only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

**RESOLVED FURTHER THAT** the Director(s) of the Company be and are hereby severally authorized to do and perform all such act(s), deed(s), matter(s) and thing(s) including but not limited to filling of necessary forms with the Registrar of Companies, as they may in their absolute discretion deem necessary, desirable or appropriate to settle any question, difficulty or doubt that may arise in regard as they may think fit for the purpose of giving effect to this Resolution.”

#### **ITEM NO. 8: TO AUTHORISE THE BOARD OF DIRECTOR TO SELL, LEASE OR DISPOSE OF THE UNDERTAKING OF THE COMPANY**

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

**“RESOLVED THAT** the consent of the members of the Company be and is hereby accorded pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any of the Companies Act, 2013 (including any statutory

modifications or amendments thereof) and Rules made thereunder, to create security by way of mortgage, hypothecation, pledge and / or charge, in addition to the mortgage(s), hypothecation(s), pledge(s) and/or charge(s) already created, in such form, manner and ranking and on such terms as the Board deems fit in the interest of the Company, on all or any of the movable and / or immovable properties of the Company (both present and future) and /or any other assets or properties of the Company and / or the whole or part of any of the undertaking of the Company together with or without the power to take over the management of the business or any undertaking of the Company in case of certain events of defaults, in favour of the Lender(s), Agent(s) and Trustee(s), for securing the borrowing availed or to be availed by the Company, by way of loans, debentures (comprising fully/partly Convertible Debentures and/or Secured/Unsecured Non-Convertible Debentures or any other securities) or otherwise, in foreign currency or in Indian rupees, from time to time, up to the limits approved or as may be approved by the shareholders under Section 180(1) (c) of the Act (including any statutory modification or re-enactment thereof) along with interest, additional interest, accumulated interest, liquidated charges, commitment charges or costs, expenses and all other monies payable by the Company including any increase as a result of devaluation/revaluation/fluctuation in the rate of exchange etc.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to finalize with the Lending Agencies / Trustees, the documents for creating the aforesaid mortgages, charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to do all such acts and things and to execute all such documents as may be necessary for giving effect to this Resolution.”

**ITEM-9: TO INCREASE THE LIMITS FOR MAKING INVESTMENTS / EXTENDING LOANS AND GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS / BODIES CORPORATE**

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 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject approval of Members and to such approvals, consents, sanctions and permissions as may be necessary, consent of the Board of Directors of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any

officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject to the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 200 Crores (Two Hundred Crores) over and above the limit prescribed under Section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution.”

**ITEM-10: TO APPROVE CHANGE OF NAME OF THE COMPANY AND CONSEQUENT ALTERATION IN THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY**

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 13 and other applicable provisions, if any, of the Companies Act, 2013, read with applicable rules made thereunder, Regulation 45(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the approval of the stock exchange where the Company is listed, Registrar of Companies, and other relevant authorities as may be necessary, the consent of the Members of the Company be and is hereby accorded to change the name of the Company from “PRATIKSHA CHEMICALS LIMITED” to “VELLORA IMPACT LIMITED” or such other name approved by Registrar of Companies.

**RESOLVED FURTHER THAT** the proposed name of our company has been officially approved by the Central Registration Centre (CRC) and all relevant regulatory authorities on 30th December, 2025 which is valid for 60 Days, the name clause in the Memorandum and Articles of Association of the Company shall be altered accordingly to reflect the new name.

**RESOLVED FURTHER THAT** Director(s) of the Company, be and are hereby severally authorized to make applications, file necessary forms with the Ministry of Corporate Affairs, BSE / SEBI, and any other statutory or regulatory authority, and to do all such acts, deeds, and things as may be necessary or incidental to give effect to this resolution.”

**ITEM NO. 11 – TO ISSUE FULLY CONVERTIBLE WARRANTS ON A PREFERENTIAL ISSUE BASIS AND IN THIS REGARD, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION;**

“RESOLVED THAT pursuant to the provisions of Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, as amended (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in terms of the provisions of the Foreign Exchange Management Act, 1999, as amended or restated (“FEMA”), and rules, circulars, notifications, regulations and guidelines issued under FEMA, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 (the “SEBI Takeover Regulations”) each as amended from time to time, the listing agreement entered into by the Company with BSE Limited ( the “Stock Exchange”) where the securities of the Company are listed, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“MCA”), the Reserve Bank of India (“RBI”), the Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities (hereinafter referred to as "Applicable Regulatory Authorities") from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and such approvals, consents, permissions and sanctions as may be necessary or required from the lenders or any other authority, if any and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee(s) constituted / to be constituted by the Board or committee constituted/ to be constituted of management to exercise its powers including the powers conferred by this Resolution), the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, in one or more tranches, upto 1,70,64,840 (One Crore Seventy Lakh Sixty Four Thousand Eight Hundred Forty) fully convertible warrants to be convertible at the option of the warrant

holders in equal number of shares, in one or more tranches, within 18 (eighteen) months from the date of its allotment at the price of Rs. 21.72/- per Security (Rupees Twenty One and Seventy Two Paise Only) (Face Value of Rs. 10/- (Rupees Ten only) each plus a premium of Rs. 11.72/- (Rupees Eleven and Seventy Two Paise only) per security) to public on cash basis, total aggregating to Rs. ~37,06,48,324/- (Approximately Rupees Thirty Seven Crore Six Lakh Forty-Eight Thousand Three Hundred Twenty Four Only), on preferential allotment basis to the below mentioned proposed allottees being non promoter / Public (“Proposed Allotees”), on preferential issue basis in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, in such manner and on such terms and conditions as are stipulated in the explanatory statement attached hereto and as may be determined by the Board in its absolute discretion in accordance with the SEBI ICDR Regulations and other applicable laws.

**LIST OF PROPOSED ALLOTTEE(S) FOR WARRANTS:**

Sr. No.	Name of Allottees	No. of Warrants to be allotted	Name of the Ultimate Beneficial Owner
1.	ARVIND PATEL	920810	ARVIND PATEL
2.	PADSHAH SULABH URESHKUMAR	230200	PADSHAH SULABH URESHKUMAR
3.	LAKHANI SAROJBEN ARJANBHAI	460400	LAKHANI SAROJBEN ARJANBHAI
4.	LAKKHANI PRADIPKUMAR	460400	LAKKHANI PRADIPKUMAR
5.	THAKKAR JAYESHKUMAR SURESHBHAI	115100	THAKKAR JAYESHKUMAR SURESHBHAI
6.	SODHA INDRAJEETSINH LAKHABHAI	138120	SODHA INDRAJEETSINH LAKHABHAI
7.	VAGHELA YASPALSINH SHIVBHADRASINH	115100	VAGHELA YASPALSINH SHIVBHADRASINH
8.	GOHEL FALGUNKUMAR DHANJIBHAI	138120	GOHEL FALGUNKUMAR DHANJIBHAI
9.	GOHEL RANJISINH KANUBHAI	115100	GOHEL RANJISINH KANUBHAI
10.	GOHEL MAYURKUMAR S	138120	GOHEL MAYURKUMAR S
11.	GOHEL KRUPA HARSHADBHAI	115100	GOHEL KRUPA HARSHADBHAI
12.	CHAVDA SATISHKUMAR MERUBHAI	138120	CHAVDA SATISHKUMAR MERUBHAI
13.	GOHEL AAKANKSHA HARSHADBHAI	115100	GOHEL AAKANKSHA HARSHADBHAI
14.	VAISHALIBEN A SHAH	46040	VAISHALIBEN A SHAH
15.	SHRADDHA MEHTA	299260	SHRADDHA MEHTA
16.	MINABEN C SHAH	92080	MINABEN C SHAH
17.	MITESH BHAI	230200	MITESH BHAI

18	NISHANT GANDHI	230200	NISHANT GANDHI
19	EKNATHESHWAR MULTITRADE LLP	897790	JIGAR DAVE
20	KALARATRI MULTI TRADELINE LLP	920810	VALI MOHAMMAD SHAIKH
21	NEELSAGAR CONSULTANCY SERVICE LLP	897790	RIMA RASAILY
22	RUDRAAVTAR CONSULTANCY SERVICES LLP	874770	ARVIND RATHOD
23	VINTAGE DIAMOND LLP	920810	RINKUBEN VAGHELA
			FAIZAN AJMERWALA
24	MARKAND TRADEVENTURE LLP	897790	RANJANEN VAGHELA
25	LANKINI MANAGEMENT CONSULTANCY LLP	897790	ROHAN VORA
26	ARIZONAA TRADEWING LLP	920810	AZIZ AHMED VALI MOHAMMAD SHAIKH
27	SUNRISE TRADELINK LLP	897790	VIPULBHAI VACHHETA
28	AGRARIAN AGRO COMMODITY LLP	897790	DIPAKKUMAR PARMAR
29	MAULIK SHAH	460400	MAULIK SHAH
30	VISHAL SHAH	230200	VISHAL SHAH
31	SATVAT AGRO LLP	230200	VAXFAB ENTERPRISES LIMITED (LISTED ENTITY)
32	SHARAD RASIKBHAI RATOD	96690	SHARAD RASIKBHAI RATOD
33	SMIT HASMUKHBHAI RACHHADIYA	115100	SMIT HASMUKHBHAI RACHHADIYA
34	MANTHAN RAMESHBHAI TILVA	23020	MANTHAN RAMESHBHAI TILVA
35	VEGDA BHAVESHBHAI NATUBHAI	115100	VEGDA BHAVESHBHAI NATUBHAI
36	SANKET LADANI	11510	SANKET LADANI
37	BRIJESHKUMAR MATHURBHAI VAGHASIYA	69060	BRIJESHKUMAR MATHURBHAI VAGHASIYA
38	HADWANI DHARAMKUMAR KISHORBHAI	69060	HADWANI DHARAMKUMAR KISHORBHAI
39	DHANVI KIRITBHAI TILVA	2300	DHANVI KIRITBHAI TILVA
40	TILVA KEVIN D	230200	TILVA KEVIN D
41	TILVA RIDDHIBEN KEVINKUMAR	138120	TILVA RIDDHIBEN KEVINKUMAR
42	ANERI KISHORBHAI GAMI	115100	ANERI KISHORBHAI GAMI
43	JASMINKUMAR PATEL	46040	JASMINKUMAR PATEL
44	RIDHESH JAYESHBHAI DUDHREJIYA	115100	RIDHESH JAYESHBHAI DUDHREJIYA
45	MR. JASMIN PRAVINBHAI PARSANIYA	92080	MR. JASMIN PRAVINBHAI PARSANIYA
46	ASHMEETA VIPULBHAI BHALODIYA	92080	ASHMEETA VIPULBHAI BHALODIYA

47	MARU SHYAM PRAVINKUMAR	92080	MARU SHYAM PRAVINKUMAR
48	RACHHADIYA HASMUKHBHAI GORDHANBHAI	46040	RACHHADIYA HASMUKHBHAI GORDHANBHAI
49	KALPNABEN KISHORBHAI SAMPAT	23020	KALPNABEN KISHORBHAI SAMPAT
50	DISHANK DINESH KANODIA	92080	DISHANK DINESH KANODIA
51	RINSHU MEET DADHANIA	46040	RINSHU MEET DADHANIA
52	BHUT KHUSHUBH RIKENKUMAR	39130	BHUT KHUSHUBH RIKENKUMAR
53	MAKHECHA KIRAN PARSOTAMBHAI	75970	MAKHECHA KIRAN PARSOTAMBHAI
54	RAVI VINODBHAI KAPADIYA	23020	RAVI VINODBHAI KAPADIYA
55	VIRAL BARAD	287750	VIRAL BARAD
56	PANKAJ JAYANTILAL PATEL	276240	PANKAJ JAYANTILAL PATEL
57	ARJUN B PATEL HUF	345300	ARJUN PATEL
58	KRUPAL KUMAR MALADEBHAI PUCHHADIYA	345300	KRUPAL KUMAR MALADEBHAI PUCHHADIYA

**RESOLVED FURTHER THAT** the Relevant Date for pricing the issue of Warrants in accordance with Regulation 161 of SEBI (ICDR) Regulations, 2018 (as amended) should be fixed as Wednesday, 21st January, 2026, to consider the proposed preferential issue of Warrants.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above resolution, the issue of the warrants to be allotted on exercise of the option attached to the warrants under the preferential issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a) The warrants shall be allotted in dematerialized form within a period of fifteen days from the date of passing of the special resolution by the Members, provided that where the allotment of warrants is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of fifteen days from the date of receipt of last of such approvals or permissions.
- b) The equity shares to be allotted on exercise of warrants shall be in dematerialized form only and subject to the provisions of the Memorandum and Article of Association of the Company and shall rank pari passu in all respects including dividend, with the existing equity shares of the Company.
- c) An amount equivalent to at least 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottees on the exercise of option of conversion of the warrant(s). The amount paid against warrants shall be adjusted/ set-off against the issue price for the resultant equity shares.

- d) The issue of warrants as well as equity shares arising from the conversion of the warrants shall be governed by the regulations issued by the SEBI or any other statutory authority as the case may be or any modifications thereof.
- e) The pre-preferential allotment shareholding of the proposed allottees, if any, in the Company and warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of option attached to such warrants shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations.
- f) The price determined above and the number of equity shares to be allotted on exercise of the option attached to the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
- g) The option attached to the warrants may be exercised by the proposed allottees, in one or more tranches, at any time on or before the expiry of eighteen months from the date of allotment of the warrants by issuing a written notice to the Company specifying the number of warrants proposed to be exercised along with the balance of the warrant issue price in cash. The company shall accordingly, without any further approval from the members, allot the corresponding number of equity shares in dematerialized form.
- h) In the event, the proposed allottee does not exercise the conversion option within eighteen months from the date of allotment of the warrants, the warrants shall lapse, and the consideration paid in respect of such warrants shall stand forfeited by the Company, in terms of applicable SEBI ICDR Regulations.
- i) The warrants so allotted under this resolution shall not be sold, hypothecated, or encumbered in any manner during the period of lock-in as provided under the SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- j) The warrants by itself until converted into equity shares, does not give any voting rights in the Company to the proposed allottees. However, the warrant holders shall be entitled to any corporate action such as issuance of bonus shares, right issue, split or consolidation of shares etc. announced by the Company between the date of warrants allotment and their conversion into equity shares.
- k) In the event that the Company completes any form of capital restructuring prior to the conversion of the warrants, then, the number of equity shares that each warrant converts into and the price payable for such equity shares, shall be adjusted accordingly in a manner that, to the extent permitted by applicable laws, proposed allottees: (a) receives such number of equity shares that proposed allottees would have been titled to receive; and (b) pays such consideration for such equity shares to the Company which Proposed Allottees would have been required to pay, had the warrants been exercised immediately prior to the completion of such capital restructuring.
- l) The equity shares arising from the exercise of the warrants will be listed on the stock exchange(s) subject to the receipt of necessary regulatory permissions and approvals as the case may be.
- m) The warrant by itself does not give to the holder(s) thereof any rights of the shareholders of the Company except mentioned herein above.



**RESOLVED FURTHER THAT** the monies received by the Company from the proposed allottee, for subscription of the warrants and exercise of option of conversion of the warrants into equity shares pursuant to the preferential issue shall be kept by the Company in a separate bank account opened by the Company for this purpose and shall be utilized by the Company in accordance with the provisions of the SEBI Regulations and the Act.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do/accept any modification(s) in the terms of issue of warrants, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members and 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 option by the warrant holder(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the warrants and equity shares upon conversion and listing of equity shares with the stock exchanges as appropriate and utilization of proceeds of the issue, filing of requisite documents with the Registrar of Companies, Depositories and/ or such other authorities as may be necessary and take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to Committee of Directors/ any Director(s)/Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

**ITEM NO. 12 – TO ISSUE EQUITY SHARES ON A PREFERENTIAL ISSUE BASIS AND IN THIS REGARD, TO PASS WITH OR WITHOUT**

**MODIFICATION(S), THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION;**

“RESOLVED THAT pursuant to provisions of Sections 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (“SEBI (ICDR) Regulations, 2018”), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended (“Takeover Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India (“SEBI”), Reserve Bank of India (“RBI”), the Ministry of Corporate Affairs, the stock exchange where the equity shares of the Company are listed (“Stock Exchange”), and or any other competent regulatory authority and in accordance with the uniform listing agreement entered into with the Stock Exchange and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchange and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms 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(s) constituted / to be constituted by the Board or committee constituted/ to be constituted of management to exercise its powers including the powers conferred by this Resolution) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, the Board be and is hereby authorized to create, issue, offer and allot, in one or more tranches, by way of Preferential Allotment, up to 87,17,750 (Eighty Seven Lakh Seventeen Thousand Seven Hundred Fifty) Equity Shares at the price of Rs. 21.72/- per Security (Rupees Twenty One and Seventy Two Paise Only) (Face Value of Rs. 10/- (Rupees Ten only) each plus a premium of Rs. 11.72/- (Rupees Eleven and and Seventy Two Paise only) to Non-Promoter on cash basis for total aggregating to Rs. 18,93,49,530/- (Rupees Eighteen Crore Ninety-Three Lakh Forty-Nine Thousand Five Hundred Thirty Only), on

preferential allotment basis in compliance with Chapter V of SEBI (ICDR) Regulations, 2018 and subsequent amendments thereto & on such terms and conditions and in such manner as the Board may in its absolute discretion deem fit, to the following persons/entities as mentioned below:

## **LIST OF PROPOSED ALLOTTEE(S) FOR EQUITY SHARES**

<b>Sr. No.</b>	<b>Name of Allottees</b>	<b>No. of Equity Shares to be allotted</b>	<b>Name of the Ultimate Beneficial Owner</b>
1.	ZENIFAR KRISTOFARBHAI KHEDIA	184160	ZENIFAR KRISTOFARBHAI KHEDIA
2.	VIPULBHAI PARSOTAMBHAI BHALODIYA	69060	VIPULBHAI PARSOTAMBHAI BHALODIYA
3.	SARIKABEN SANKETKUMAR LADANI	92080	SARIKABEN SANKETKUMAR LADANI
4.	NEHA VAID	92080	NEHA VAID
5.	UTKARSH PIYUSHKUMAR SHAH	69060	UTKARSH PIYUSHKUMAR SHAH
6.	GHANSHYAM RAJESHBHAI VALA	27620	GHANSHYAM RAJESHBHAI VALA
7.	SHAH SIDDHI YASH	92080	SHAH SIDDHI YASH
8.	DHAVALKUMAR CHANDULAL BHADJA	23020	DHAVALKUMAR CHANDULAL BHADJA
9.	RAJNIK MADHABHAI PAGHADAL	2302030	RAJNIK MADHABHAI PAGHADAL
10	VIRANI JAYESHKUMAR	2302030	VIRANI JAYESHKUMAR
11	PUROHIT VIBHA DUSHYANT	92080	PUROHIT VIBHA DUSHYANT
12	DEVANG RAMESHBHAI PATEL	92080	DEVANG RAMESHBHAI PATEL
13	HIREN DINESHBHAI JHANZRUKIYA	23020	HIREN DINESHBHAI JHANZRUKIYA
14	PAMBHAR PIYUSH BAGHUBHAI	23020	PAMBHAR PIYUSH BAGHUBHAI
15	PAGHDAL PRAGJIBHAI MADHABHAI	23020	PAGHDAL PRAGJIBHAI MADHABHAI
16	VAVLIYA HIREN HARSUKHBHAI	23020	VAVLIYA HIREN HARSUKHBHAI
17	RAFALIYA ARCHANA VISHALBHAI	23020	RAFALIYA ARCHANA VISHALBHAI
18	KAILASBEN JITENDRABHAI SHAH	13810	KAILASBEN JITENDRABHAI SHAH
19	RUCHI SHUKLA	69060	RUCHI SHUKLA
20	MENDAPARA BHAVISHABEN NIKUNJKUMAR	2300	MENDAPARA BHAVISHABEN NIKUNJKUMAR
21	PUNAM J BUTANI	4600	PUNAM J BUTANI
22	JAVIA CHIRAG BABULAL	9210	JAVIA CHIRAG BABULAL
23	SOLANKI KARSHAN	2300	SOLANKI KARSHAN
24	BHARATKUMAR N SOLANKI	4600	BHARATKUMAR N SOLANKI
25	KAVITA SANJAY RAIYA	46040	KAVITA SANJAY RAIYA
26	SWEETY MAHIR MAJITHIA	23020	SWEETY MAHIR MAJITHIA

27	MANISH MAHENDRABHAI JAIN (HUF)	46040	MANISH JAIN
28	AMITBHAI DINESHCHANADRA MASHROO	23020	AMITBHAI DINESHCHANADRA MASHROO
29	MADHU PRAKASH SHAH	9210	MADHU PRAKASH SHAH
30	GANESH CHHOGARAM SUTHAR HUF	9210	GANESH SUTHAR
31	HARISHCHANDRA BHIKHAMCHAND SHAH	46040	HARISHCHANDRA BHIKHAMCHAND SHAH
32	RIMA KUNAL KIKANI	23020	RIMA KUNAL KIKANI
33	KUNAL NARANBHAI KIKANI	23020	KUNAL NARANBHAI KIKANI
34	UJJAVAL VALLABHDAS CHANIYARA	2300	UJJAVAL VALLABHDAS CHANIYARA
35	RONAK SANDIPBHAI BHALALA	460400	RONAK SANDIPBHAI BHALALA
36	GEETA KANTILAL GALA	46040	GEETA KANTILAL GALA
37	BEDIA SHAILESHBHAI MOHANBHAI	2302030	BEDIA SHAILESHBHAI MOHANBHAI

**RESOLVED FURTHER THAT:**

I. The Relevant Date for pricing the issue of Equity Shares in accordance with Regulation 161 of SEBI (ICDR) Regulations, 2018 (as amended) should be fixed as Wednesday, 21st January, 2026, to consider the proposed preferential issue of Equity Shares.

II. The Equity Shares as may be offered, issued, and allotted in accordance with the terms of this resolution, shall be in dematerialized form.

III. The Equity Shares to be allotted shall rank pari passu in all respects with the existing Equity Shares of the Company, including dividend.

IV. The Equity Shares shall be issued and allotted by the Company to the Proposed Allottees within a period of 15 days from the date of passing of this special resolution provided that where any approval or permission by any regulatory authority or the Central Government or the Stock Exchanges is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission, as the case may be in compliance with Regulation 170 of the SEBI (ICDR) Regulations, 2018.

**RESOLVED FURTHER THAT** the Equity Shares to be offered, issued and allotted shall be subject to lock in for such periods as prescribed in Regulation 167 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

**RESOLVED FURTHER THAT** the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

**RESOLVED FURTHER THAT** subject to the SEBI (ICDR) Regulations, 2018 and other applicable laws the Board be and is hereby authorized to decide and approve the other terms and conditions of the issue of the above-mentioned Equity Shares and to vary, modify or alter the terms and conditions and size of the issue, as it may deem expedient, without being required to seek any further consent or approval of the Company in a General Meeting.

**RESOLVED FURTHER THAT** the monies received by the Company from the proposed allottee, for subscription of the warrants and exercise of option of conversion of the warrants into equity shares pursuant to the preferential issue shall be kept by the Company in a separate bank account opened by the Company for this purpose and shall be utilized by the Company in accordance with the provisions of the SEBI Regulations and the Act.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any of the Directors and Company Secretary of the Company be and hereby authorized severally/jointly, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies, Gujarat, Dadra and Nagar Haveli.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to Committee of Directors/ any Director(s)/Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this regulation to any Committee of Directors of the Company or Officer(s) of the Company in order to give effect to this resolution.”

Date: 21/01/2026

Place: Ahmedabad

Registered Office:

26/Office, Newyork Trade Centre, Opp. Muktidham Derasar, Sarkhej  
Gandhinagar Highway, Thaltej, Ahmedabad, Gujarat, India, 380054.

For and on Behalf of Board of Directors  
PRATIKSHA CHEMICALS LIMITED

Sd/-

## Notes:

1. The Explanatory Statement as required under Section 102 of the Companies Act, 2013, is annexed herewith and forms part of the Notice.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY’S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN 48 (FORTY-EIGHT) HOURS BEFORE THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. Corporate members intending to send their Authorised Representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.

4. A member registered under Section 8 of the Companies Act, 2013 shall not be entitled to appoint any other person as his / her proxy unless such other person is also a member of the Company.

5. Members are requested to bring their dully filled attendance slip at the Meeting.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote.

7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days during business hours (10.00 a.m. to 05.00 p.m.) up to the date of the Meeting.

8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Purva Shareregistry (I) Private Limited (RTA), to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the Company or its Registrars & Transfer Agents (RTA), Purva Shareregistry (I) Private Limited.

9. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.

10. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation/variation in nomination in the prescribed Form SH-14 with the Company's Registrar and Transfer Agent. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository Participant.

11. Non-Resident Indian Members are requested to inform RTA immediately of: a. Change in their residential status on return to India for permanent settlement. b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

12. To support the 'Green Initiative' members who have not registered their e-mail addresses so far are requested to register their e-mail address with RTA /Depository Participants for receiving all communication including annual report, notices, circulars, etc. from the company electronically.



13. Members desirous of obtaining any information of the Company are requested to address their questions in writing to the Company at least 7 days before the date of the General Meeting so that the information required may be made available at the General Meeting.

14. The Company has connectivity from the CDSL & NSDL and Equity Shares of the Company may also be held in the electronic form with any Depository Participant (DP) with whom the members/investors are having their depository account. The ISIN No. for the Equity Shares of the Company is INE530D01012. In case of any query/difficulty in any matter relating thereto may be addressed to the Registrars & Transfer Agents (RTA).

15. Trading in the shares of the Company is compulsorily in dematerialized form for all investors. Dematerialization would facilitate paperless trading through state-of-the-art technology, quick transfer of corporate benefits to members and avoid inherent problems of bad deliveries, loss in postal transit, theft and mutilation of share certificate and will not attract any stamp duty. Hence, we request all those members who have still not dematerialized their shares to get their shares dematerialized at the earliest.

16. The board of directors has appointed Mrs. Shubhangi Rajkumar Agarwal, Company Secretary, to act as Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner.

17. The Scrutinizer will submit her report to the Chairman after completion of the scrutiny. The result of the voting on the Resolutions at the meeting shall be announced by the Chairman or any other person authorized by him immediately after the results are declared. The results declared along with the Scrutinizer's report, will be posted on the website of the Company at [www.dharapratiksha.com](http://www.dharapratiksha.com) and on the website of NSDL and will be displayed on the Notice Board of the Company at its Registered Office immediately after the declaration of the results by the Chairman or any other person authorized by him and communicated to the Stock Exchanges.

18. Members/ proxies should bring the attendance slips duly filled in for attending the meeting.

19. Route Map to General Meeting venue is attached.

20. In compliance with the provisions of section 108 of the Act and the Rules framed there under, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all resolutions set forth in this Notice.

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -**

The remote e-voting period begins on Tuesday, 17<sup>th</sup> February, 2026 at 09:00 A.M. and ends on Thursday, 19<sup>th</sup> 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 record date (cut-off date) i.e. Friday, 13<sup>th</sup> February, 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 13<sup>th</sup> February, 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.	<ol style="list-style-type: none"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</li><li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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</li></ol>

	<p>authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting</p>

	<p>Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting 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?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. 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:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
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:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) 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.
  - c) How to retrieve your ‘initial password’?
    - (i) 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 physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.

(ii) 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:
  - a) 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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) 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 is in active status.
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

[agarwal\\_shubhangi18@yahoo.in](mailto:agarwal_shubhangi18@yahoo.in) with a copy marked to [evoting@nsdl.com](mailto: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](http://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](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 or send a request to NSDL Official at [evoting@nsdl.com](mailto: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 [pratikshachemicalslimited@gmail.com](mailto:pratikshachemicalslimited@gmail.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 [pratikshachemicalslimited@gmail.com](mailto:pratikshachemicalslimited@gmail.com)
3. . 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.**
4. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
5. 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.

## EXPLANATORY STATEMENT

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (“Act”), sets out all material facts relating to the business mentioned in Notice dated 21<sup>st</sup> January, 2026:

### Item No. 1

Your company proposes to append object clause in the Memorandum of Association of the Company as part of Diversification Plans. For this purpose, the object Clause of the Company, which is presently restricted in scope, requires to be comprehensive so as to cover a wide range of activities to enable your Company to consider embarking upon new projects and activities.

The addition in the Objects Clause of the Memorandum of Association as set out in the Resolution is to facilitate diversification. This will enable the company to enlarge the area of operations and carry on its business economically and efficiently and the proposed activities can be, under the existing circumstances, conveniently and advantageously combined with the present activities of the company.

Therefore it is proposed to amend the Main Objects under the Objects Clause (A) of the Memorandum of Association of the Company, by inserting the sub clauses (2) to (11) in addition to existing sub clause (1).

Also the all existing Other Object Clause (C) be Deleted.

The approval of the members of the company is required for the above items, by way of special resolution pursuant to section 13 of the Companies Act, 2013; accordingly, the Board recommended the relevant resolution for the approval of members.

The above amendments would be subject to the approval of the Registrar of Companies and any other Statutory or Regulatory Authority, as may be necessary.

A copy of the Memorandum of Association of the Company together with the proposed alterations is available for inspection by the Members of the Company at its Registered Office during working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours upto the date of the Meeting.

The board recommends the said resolution No. 1 to be passed as a special resolution.



None of the other Directors of the Company or the Key Managerial Persons of the Company or their respective relatives, are concerned or interested in the passing of the above Resolution.

## **Item No. 2**

The Board of Directors had appointed Mr. Kishan Rajeshbhai Mendapara (DIN: 11450994), as an Additional Director of the Company classified as an Independent Director, for a term of five years, subject to the approval of the Members on December 26, 2025. Pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company, Mr. Kishan Rajeshbhai Mendapara shall hold office upto the date of the AGM and is eligible to be appointed as an Independent Director. The Company has in terms of Section 160(1) of the Act, received a recommendation of Nomination and Remuneration Committee of the Company, recommending his candidature for the office as an Independent Director. Accordingly, it is proposed to approve the appointment of Mr. Kishan Rajeshbhai Mendapara as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from December 26, 2025 till December 25, 2030.

Mr. Kishan Rajeshbhai Mendapara is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 (“the Act”) nor debarred from holding the office of director by virtue of any SEBI order or any other such authority from being appointed as an Independent Director and has given his consent to act as an Independent Director. The Company has also received a declaration from Mr. Kishan Rajeshbhai Mendapara that he meets the criteria of independence as prescribed under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Details of Mr. Kishan Rajeshbhai Mendapara are provided in Annexure to this Notice, pursuant to the provisions of SEBI Listing Regulations and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India. The terms and conditions of his appointment shall be available on the website of the Company and open for inspection by the Members at the Registered Office of the Company during the working hours on any working day (except Saturday and Sunday) and will also be kept open at the venue of the General Meeting.

Brief Profile of Kishan Rajeshbhai Mendapara is as under:

<b>Sr.No</b>	<b>Particulars</b>	<b>Details</b>

1	Name	Mr. Kishan Rajeshbhai Mendapara (DIN: 11450994)
2	Brief profile	Mr. Kishan Rajeshbhai Mendapara is a B.Com Graduate with a solid foundation in accounting, finance, and business management. Skilled in maintaining financial records, preparing reports, and supporting day-to-day business operations. Proficient in MS Excel and office tools, with good analytical, communication, and teamwork skills. Eager to contribute to organizational growth while learning and developing professionally. Key Skills & Competencies: <input type="checkbox"/> Financial accounting and bookkeeping <input type="checkbox"/> Basic taxation and auditing support <input type="checkbox"/> Business analysis and reporting <input type="checkbox"/> Proficiency in MS Excel and office tools <input type="checkbox"/> Communication and teamwork <input type="checkbox"/> Understanding of business operations and compliance

Given his expertise, knowledge and experience, the Board is of the opinion that it would be in the interest of the Company to avail his services as an Independent Director and he has given his consent to act as a Director of the Company.

Therefore the Board recommends the Resolution as set out in Item No. 2 for approval of the Members as Special Resolution.

Except Mr. Kishan Rajeshbhai Mendapara, none of the other Directors of the Company or the Key Managerial Persons of the Company or their respective relatives, are concerned or interested in the passing of the above Resolution.

### Item No.3

The Board of Directors had appointed Ms. Khushbu Hemanshu Nadapara (DIN: 11386775), as an Additional Director of the Company classified as an Independent Director, for a term of five years, subject to the approval of the Members on December 26, 2025. Pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company, Ms. Khushbu Hemanshu Nadapara shall hold office upto the date of the AGM and is eligible

to be appointed as an Independent Director. The Company has in terms of Section 160(1) of the Act, received a notice in writing under Section 160(1) of the Act, recommending her candidature for the office as an Independent Director. Accordingly, it is proposed to approve the appointment of Ms. Khushbu Hemanshu Nadapara as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from December 26, 2025 till December 25, 2030.

Ms. Khushbu Hemanshu Nadapara is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 (“the Act”) nor debarred from holding the office of director by virtue of any SEBI order or any other such authority from being appointed as an Independent Director and has given her consent to act as an Independent Director. The Company has also received a declaration from Ms. Khushbu Hemanshu Nadapara that she meets the criteria of independence as prescribed under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Details of Ms. Khushbu Hemanshu Nadapara are provided in Annexure to this Notice, pursuant to the provisions of SEBI Listing Regulations and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India. The terms and conditions of her appointment shall be available on the website of the Company and open for inspection by the Members at the Registered Office of the Company during the working hours on any working day (except Saturday and Sunday) and will also be kept open at the venue of the General Meeting.

Brief Profile of Khushbu Hemanshu Nadapara is as under:

<b>Sr.No</b>	<b>Particulars</b>	<b>Details</b>
1	Name	Khushbu Hemanshu Nadapara (DIN: 11386775)
2	Brief profile	Khushbu Hemanshu Nadapara, is a dedicated and proactive management professional with solid experience in operations, administration, and team coordination. Over the years, she has developed a strong ability to manage day-to-day activities, support teams, and ensure that work is completed efficiently and on time. She is known for her calm and positive approach, even during highpressure situations.

		<p>She believes in continuous learning and always look for opportunities to improve her skills and contribute more effectively to her team and organization. Her professional strengths include: <input type="checkbox"/> Strong organizational and planning skills <input type="checkbox"/> Team coordination and workflow management <input type="checkbox"/> Effective communication and interpersonal abilities <input type="checkbox"/> Problem-solving with a solution-focused mindset <input type="checkbox"/> Ability to adapt quickly and learn new processes <input type="checkbox"/> Reliable, responsible, and committed to delivering results.</p>
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Given her expertise, knowledge and experience, the Board is of the opinion that it would be in the interest of the Company to avail her services as an Independent Woman Director and she has given her consent to act as a Director of the Company.

Therefore the Board recommends the Resolution as set out in Item No. 3 for approval of the Members as Special Resolution.

Except Khushbu Hemanshu Nadapara, none of the other Directors of the Company or the Key Managerial Persons of the Company or their respective relatives, are concerned or interested in the passing of the above Resolution.

#### Item No.4

The Board at its meeting held on 5<sup>th</sup> November, 2025 appointed Mr. Kalpesh Kamani (DIN: 11366816), as an Additional Director of the Company, w.e.f. 5<sup>th</sup> November, 2025 subject to the approval of the Company in General Meeting, on the terms and conditions including remuneration as recommended by the NRC and approved by the Board of the Directors pursuant to Section 161 of the Companies Act, 2013 ("the Act"). Further, the Board approved the change in designation of Mr. Kalpesh Kamani (DIN: 11366816) from Additional Director to Director (designated as Non Executive, Non Independent) of the Company, liable to retire by rotation.

Further, the Company has received consent in writing to act as director and intimation in Form DIR-8 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under sub- section (2) of section 164 of the Companies Act, 2013.

Brief Profile of Mr. Kalpesh Kamani is as under:

Sr.No	Particulars	Details
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1	Name	Mr. Kalpesh Kamani (DIN: 11366816)
2	Brief profile	An accomplished IT professional with an MCA degree and over 7 years of hands-on experience in software development. Demonstrates strong leadership, technical expertise, and strategic vision. Committed innovation, excellence, . to driving operational and sustainable growth in a dynamic technology- driven environment.

The other details as required under the Companies Act, 2013, read with rules made thereunder, secretarial standard for General Meeting and other applicable Act/ Regulations are given as annexure to this EGM Notice.

Therefore the Board recommends the Resolution as set out in Item No. 4 for approval of the Members as Special Resolution.

Except, Mr. Kalpesh Kamani, none of the other Directors of the Company or the Key Managerial Persons of the Company or their respective relatives, are concerned or interested in the passing of the above Resolution.

#### **Item No.5**

The Board at its meeting held on 05<sup>th</sup> November, 2025 appointed Mr. Sumit Harjibhai Gol (DIN: 11367027), as an Additional Director of the Company, w.e.f. 05<sup>th</sup> November, 2025 subject to the approval of the Company in General Meeting, on the terms and conditions including remuneration as recommended by the NRC and approved by the Board of the Directors pursuant to Section 161 of the Companies Act, 2013 (“the Act”). Further, the Board approved the change in designation of MR. Sumit Harjibhai Gol (DIN: 11367027) from Additonal Director to Managing Director (designated as Executive Director) of the Company for period of three years, liable to retire by rotation.

Further, the Company has received consent in writing to act as director and intimation in Form DIR-8 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under sub- section (2) of section 164 of the Companies Act, 2013.

Brief Profile of Mr. Sumit Harjibhai Gol is as under:

Sr.No	Particulars	Details
1	Name	Mr. Sumit Harjibhai Gol

		(DIN: 11367027)
2	Brief profile	A dynamic professional with a Bachelor's degree in Computer Applications (BCA) and over a decade of experience in business operations and management. Skilled in strategic planning, client relations, and process optimization, with a strong focus on driving growth and maintaining quality standards.

#### Other Information:

To carry on the business as manufactures, processors, importers, exporters, dealers, sellers, buyers, consignors, consignees, agents, stockists, suppliers of all classes, kinds, types and nature of chemicals, dyes, pigments and auxiliaries, intermediates including but without limiting the generality of the foregoing heavy chemicals, fine chemicals, organic and inorganic chemicals, petrochemicals, chemical compounds, acids, alkalies, pharmaceutical, drug and medicinal chemicals, chemicals, allied chemicals and boiling agents for textiles, paints, cosmetics, pharmaceuticals, paper, processing leather, metals, food pigments and other industries made from whatever substances including minerals.

Financial performance based on given indicators:

(In Lakhs)

Particulars	2024-25	2023-24	2022-23
Total Revenue	610.82	1034.68	996.70
Total Expenses	1142.55	1023.23	984.61
Profit Before Tax	(531.73)	11.45	12.09
Profit After Tax	(766.47)	5.30	8.79

Steps taken or proposed to be taken for improvement: The Company is in process of production of value added products to enhance profitability.

Expected increase in productivity and profits in measurable terms: It is expected that the productivity and profits will enhance around 15 % compared to last financial year.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail his services as Director.

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time including but not limited to responsibilities as described in the Companies Act, 2013.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for appointment of MR. Sumit Harjibhai Gol (DIN: 11367027) as Managing Director of the Company.

The Board is of the view that the appointment of MR. Sumit Harjibhai Gol (DIN: 11367027), on the Company's Board as Managing Director is desirable and would be beneficial to the Company and hence it recommends to the shareholders to approve the change in his designation from Additional Director to Managing Director of the Company for a period of 3 years effective from conclusion of EGM, at the remuneration not exceeding Rs. 10,00,000/- per year.

The salary structure can be reviewed and/ or revised by the Board on the recommendation of the Board or the Nomination & Remuneration Committee within the limits prescribed under the Companies Act 2013 during the term of the appointment of the Managing Director.

Terms and conditions are enumerated below:

1. Tenure of appointment of MR. Sumit Harjibhai Gol (DIN: 11367027), as Managing Director shall be for a period of Three years with effect from conclusion of this EGM.

2. Remuneration:

(i) The remuneration payable shall not be exceeding Rs. 10,00,000/- per year.

(ii) Contribution to Provident Fund and Superannuation Fund, as per Rules of the Company.

(iii) Annual Performance Bonus/Incentive, if any, based on the performance criteria as laid down by or approved by Board.

(iv) In the event of loss or inadequacy of profits in any financial year during the tenure of services of Managing Director, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Schedule V of the Companies Act, 2013.

(v) In the event of termination of office of the Managing Director takes place before the expiration of tenure thereof, the Managing Director shall be entitled

to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under the Companies Act, 2013.

The other details as required under the Companies Act, 2013, read with rules made thereunder, secretarial standard for General Meeting and other applicable Act/ Regulations are given as annexure to this EGM Notice.

Therefore the Board recommends the Resolution as set out in Item No. 5 for approval of the Members as Special Resolution.

Except MR. Sumit Harjibhai Gol (DIN: 11367027), none of the other Directors of the Company or the Key Managerial Persons of the Company or their respective relatives, are concerned or interested in the passing of the above Resolution.

#### **Item No.6**

Considering the overall business growth, future expansion and the operational needs of the Company, the Company needs to raise funds for its operations by means of equity and/or other permissible mode. It is proposed to increase the authorized Share Capital as per applicable provisions of the Companies Act, 2013.

The present Authorized Share Capital stands at 7,50,00,000/- (Seven Crore Fifty Lakh Only) divided into 75,00,000 (Seventy five Lakh) equity shares of Rs. 10/- (Rupees Ten only) each to Rs. 32,00,00,000/- (Rupees Thirty Two Crores only) divided into 3,20,00,000 (Three Crore Twenty Lakhs) equity shares of Rs. 10/- (Rupees Ten only) each by creating additional 2,45,00,000 (Two Crore Forty Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each ranking pari-passu in all respect with the existing Equity Shares of the Company.

Pursuant to Section 61 of the Companies Act, 2013 increase of authorized share capital requires the approval of the members by way of resolution. Further, the alteration of authorized Share capital requires modification of capital clause of Memorandum of Association of the Company.

A copy of the Memorandum of Association of the Company duly amended will be available for inspection in the manner provided in this Notice.

The board recommends the said resolution No. 6 to be passed as a special resolution.

None of the directors, managers, key managerial personnel, and relatives of the directors, managers, key managerial personnel are interested or concerned either directly or indirectly in the above resolution except to the extent of their shareholding in the Company.



### Item No.7

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from different avenues which may include various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits up to Rs. 200 Crores (Two Hundred Crores Only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher. Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the Shareholders/Members of the Company in a general meeting.

No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in the proposed resolution of this Notice except to the extent of their shareholding in the Company.

The Board recommends the resolution for approval of the Members as a Special Resolution.

### Item No.8

Keeping in view the Company's existing and future financial requirements to support its business operations, the borrowings, if and when required, may need to be secured by mortgage or charge on all or any of the movable or immovable or any other tangible and intangible assets / properties of the Company (both present & future), in favour of any lender(s) including the financial institutions / banks / debenture trustees etc. in such form, manner and ranking as may be determined by the Board of Directors of the Company from time to time, in consultation with the lender(s).

For that purpose, it would be judicious for the Company to seek the consent of its members before exercising the powers mentioned in Section 180(1)(a) of the Companies Act, 2013 read with applicable rules framed thereunder, since creation of such securities or any possible invocation thereof may be construed as sell or disposal of the undertaking of the Company.

Pursuant to Section 180(1)(a) of the Companies Act, 2013, the Board of Directors cannot sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings except with the consent of the Shareholders/Members of the Company in a general meeting.

No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in the proposed resolution of this Notice except to the extent of their shareholding in the Company.

The Board recommends the resolution for approval of the Members as a Special Resolution.\_

#### **Item No.9**

In order to make optimum usage of funds available with the Company and also to achieve long-term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantees or providing security(ies) to other persons or other body corporates as and when required.

Pursuant to the provisions of Section 186 of the Companies Act, 2013 and rules made thereunder, the Company needs to obtain prior approval of Shareholders/Members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account.

Accordingly, the Board of Directors of the Company proposes to obtain approval of Members by way of special resolution as contained in the Notice of the Extra Ordinary General Meeting for an amount not exceeding Rs. 200 Crores (Two Hundred Crores) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

No Director, Key Managerial Personnel or their relatives are in any way concerned or interested in the proposed resolution of this Notice except to the extent of their shareholding in the Company.

The Board recommends the resolution for approval of the Members as a Special Resolution.

## Item No.10

The Board of Directors, at its meeting held on 26th December, 2025, decided to change the name of the Company subject to necessary statutory approvals. The Board is of the view that the new name will more accurately reflect the Company's business activities and its growing aspirations in other businesses

Further to better align the identity of the Company with its new business objectives and strategic focus, it is proposed to change the name of the Company from "PRATIKSHA CHEMICALS LIMITED" to "VELLORA IMPACT LIMITED" as approved by the Registrar of Companies and other competent authorities.

Accordingly, the existing name no longer accurately represents the nature and scope of the Company's current and future business activities. The new name, "VELLORA IMPACT LIMITED", has been chosen to better reflect the revised corporate identity and strategic direction.

Further there will be no change in the legal status or constitution of the Company as a result of the proposed name change. All existing contracts, obligations, and commitments entered into under the existing name shall continue to be valid and enforceable.

Further, Certificate from Practicing Chartered Accountant stating compliance with conditions provided in Regulation 45 of SEBI (LODR) Regulations, 2015 for the name change of the Company, is attached as Annexure-III to the Explanatory Statement to the Notice.

Accordingly, the Board recommends the passing of the special resolution for change in the name of the Company and consequent alteration to the Memorandum and Articles of Association.

The Registrar of Companies and the relevant stock exchanges will be notified of the change upon receipt of the necessary approvals. Shareholders are requested to approve the proposed change of name through a special resolution as set out in the accompanying notice.

The Board of Directors recommends the resolution at item no. 11 to be passed as Special Resolution

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the resolutions as mentioned in Item no. 10 of this Notice except to the extent of their shareholdings in the Company, if any.

## Item No.11 & 12

The Board of Directors of the Company (“Board”) at its meeting held on 21ST January, 2026, subject to the approval of the members by way of passing a Special Resolution and subject to other necessary approval(s), as may be required, have decided/approved the proposal for raising of fund by issuance of up to issue 1,70,64,840 (One Crore Seventy Lakh Sixty Four Thousand Eight Hundred Forty) fully convertible warrants to be convertible at the option of the warrant holders in equal number of shares, in one or more tranches, within 18 (eighteen) months from the date of its allotment and issue of 87,17,750 (Eighty Seven Lakh Seventeen Thousand Seven Hundred Fifty) Equity Shares at the price of Rs. 21.72/- per Security (Rupees Twenty One and Seventy Two Paise Only) (Face Value of Rs. 10/- (Rupees Ten only) each plus a premium of Rs. 11.72/- (Rupees Eleven and Seventy Two Paise only) per share) to public on cash basis, total aggregating to Rs. ~55,99,97,855/- (Approximately Rupees Fifty Five Crore Ninety Nine Lakh Ninety-Seven Thousand Eight Hundred Fifty Five Only), on Preferential Allotment basis in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”).

In terms of Section 62(1)(c) read with Sections 42 of the Companies Act, 2013 and rules made thereunder (“Act”), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”) as amended, and on the terms and conditions and formalities as stipulated in the Act and the ICDR Regulations, the Preferential Issue requires approval of the shareholders of the Company by way of a special resolution.

Accordingly, consent of the members is being sought in terms of Section 42 & 62 of the Companies Act 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.

The details of the issue and other particulars as required in terms of the Chapter V of the SEBI (ICDR) Regulations, 2018, Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and allotment of securities) Rules, 2014 in relation to the above said Special Resolution are given as under:

### **List of proposed Allottee(s) for Warrants**

Sr. No.	Name of Allottees	No. of Warrants to be allotted	Name of the Ultimate Beneficial Owner

1.	ARVIND PATEL	920810	ARVIND PATEL
2.	PADSHAH SULABH URESHKUMAR	230200	PADSHAH SULABH URESHKUMAR
3.	LAKHANI SAROJBEN ARJANBHAI	460400	LAKHANI SAROJBEN ARJANBHAI
4.	LAKKHANI PRADIPKUMAR	460400	LAKKHANI PRADIPKUMAR
5.	THAKKAR JAYESHKUMAR SURESHBHAI	115100	THAKKAR JAYESHKUMAR SURESHBHAI
6.	SODHA INDRAJEETSINH LAKHABHAI	138120	SODHA INDRAJEETSINH LAKHABHAI
7.	VAGHELA YASPALSINH SHIVBHADRASINH	115100	VAGHELA YASPALSINH SHIVBHADRASINH
8.	GOHEL FALGUNKUMAR DHANJIBHAI	138120	GOHEL FALGUNKUMAR DHANJIBHAI
9.	GOHEL RANJISINH KANUBHAI	115100	GOHEL RANJISINH KANUBHAI
10.	GOHEL MAYURKUMAR S	138120	GOHEL MAYURKUMAR S
11.	GOHEL KRUPA HARSHADBHAI	115100	GOHEL KRUPA HARSHADBHAI
12.	CHAVDA SATISHKUMAR MERUBHAI	138120	CHAVDA SATISHKUMAR MERUBHAI
13.	GOHEL AAKANKSHA HARSHADBHAI	115100	GOHEL AAKANKSHA HARSHADBHAI
14.	VAISHALIBEN A SHAH	46040	VAISHALIBEN A SHAH
15.	SHRADDHA MEHTA	299260	SHRADDHA MEHTA
16.	MINABEN C SHAH	92080	MINABEN C SHAH
17.	MITESH BHAI	230200	MITESH BHAI
18.	NISHANT GANDHI	230200	NISHANT GANDHI
19.	EKNATHESHWAR MULTITRADE LLP	897790	JIGAR DAVE
20.	KALARATRI MULTI TRADELINE LLP	920810	VALI MOHAMMAD SHAIKH
21.	NEELSAGAR CONSULTANCY SERVICE LLP	897790	RIMA RASAILY
22.	RUDRAAVTAR CONSULTANCY SERVICES LLP	874770	ARVIND RATHOD
23.	VINTAGE DIAMOND LLP	920810	RINKUBEN VAGHELA
			FAIZAN AJMERWALA
24.	MARKAND TRADEVENTURE LLP	897790	RANJANEN VAGHELA
25.	LANKINI MANAGEMENT CONSULTANCY LLP	897790	ROHAN VORA
26.	ARIZONAA TRADEWING LLP	920810	AZIZ AHMED VALI MOHAMMAD

			SHAIKH
27.	SUNRISE TRADELINK LLP	897790	VIPULBHAI VACHHETA
28.	AGRARIAN AGRO COMMODITY LLP	897790	DIPAKKUMAR PARMAR
29.	MAULIK SHAH	460400	MAULIK SHAH
30.	VISHAL SHAH	230200	VISHAL SHAH
31.	SATVAT AGRO LLP	230200	VAXFAB ENTERPRISES LIMITED (LISTED ENTITY)
32.	SHARAD RASIKBHAI RATOD	96690	SHARAD RASIKBHAI RATOD
33.	SMIT HASMUKHBHAI RACHHADIYA	115100	SMIT HASMUKHBHAI RACHHADIYA
34.	MANTHAN RAMESHBHAI TILVA	23020	MANTHAN RAMESHBHAI TILVA
35.	VEGDA BHAVESHBHAI NATUBHAI	115100	VEGDA BHAVESHBHAI NATUBHAI
36.	SANKET LADANI	11510	SANKET LADANI
37.	BRIJESHKUMAR MATHURBHAI VAGHASIYA	69060	BRIJESHKUMAR MATHURBHAI VAGHASIYA
38.	HADWANI DHARAMKUMAR KISHORBHAI	69060	HADWANI DHARAMKUMAR KISHORBHAI
39.	DHANVI KIRITBHAI TILVA	2300	DHANVI KIRITBHAI TILVA
40.	TILVA KEVIN D	230200	TILVA KEVIN D
41.	TILVA RIDDHIBEN KEVINKUMAR	138120	TILVA RIDDHIBEN KEVINKUMAR
42.	ANERI KISHORBHAI GAMI	115100	ANERI KISHORBHAI GAMI
43.	JASMINKUMAR PATEL	46040	JASMINKUMAR PATEL
44.	RIDHESH JAYESHBHAI DUDHREJIYA	115100	RIDHESH JAYESHBHAI DUDHREJIYA
45.	MR. JASMIN PRAVINBHAI PARSANIYA	92080	MR. JASMIN PRAVINBHAI PARSANIYA
46.	ASHMEETA VIPULBHAI BHALODIYA	92080	ASHMEETA VIPULBHAI BHALODIYA
47.	MARU SHYAM PRAVINKUMAR	92080	MARU SHYAM PRAVINKUMAR
48.	RACHHADIYA HASMUKHBHAI GORDHANBHAI	46040	RACHHADIYA HASMUKHBHAI GORDHANBHAI
49.	KALPNABEN KISHORBHAI SAMPAT	23020	KALPNABEN KISHORBHAI SAMPAT
50.	DISHANK DINESH KANODIA	92080	DISHANK DINESH KANODIA

51.	RINSHU MEET DADHANIA	46040	RINSHU MEET DADHANIA
52.	BHUT KHUSHUBH RIKENKUMAR	39130	BHUT KHUSHUBH RIKENKUMAR
53.	MAKHECHA KIRAN PARSOTAMBHAI	75970	MAKHECHA KIRAN PARSOTAMBHAI
54.	RAVI VINODBHAI KAPADIYA	23020	RAVI VINODBHAI KAPADIYA
55.	VIRAL BARAD	287750	VIRAL BARAD
56.	PANKAJ JAYANTILAL PATEL	276240	PANKAJ JAYANTILAL PATEL
57.	ARJUN B PATEL HUF	345300	ARJUN PATEL
58.	KRUPAL KUMAR MALADEBHAI PUCHHADIYA	345300	KRUPAL KUMAR MALADEBHAI PUCHHADIYA

### List of proposed Allottee(s) for Equity Shares

Sr. No.	Name of Allottees	No. of Equity Shares to be allotted	Name of the Ultimate Beneficial Owner
1.	ZENIFAR KRISTOFARBHAI KHEDIA	184160	ZENIFAR KRISTOFARBHAI KHEDIA
2.	VIPULBHAI PARSOTAMBHAI BHALODIYA	69060	VIPULBHAI PARSOTAMBHAI BHALODIYA
3.	SARIKABEN SANKETKUMAR LADANI	92080	SARIKABEN SANKETKUMAR LADANI
4.	NEHA VAID	92080	NEHA VAID
5.	UTKARSH PIYUSHKUMAR SHAH	69060	UTKARSH PIYUSHKUMAR SHAH
6.	GHANSHYAM RAJESHBHAI VALA	27620	GHANSHYAM RAJESHBHAI VALA
7.	SHAH SIDDHI YASH	92080	SHAH SIDDHI YASH
8.	DHAVALKUMAR CHANDULAL BHADJA	23020	DHAVALKUMAR CHANDULAL BHADJA
9.	RAJNIK MADHABHAI PAGHADAL	2302030	RAJNIK MADHABHAI PAGHADAL
10.	VIRANI JAYESHKUMAR	2302030	VIRANI JAYESHKUMAR
11.	PUROHIT VIBHA DUSHYANT	92080	PUROHIT VIBHA DUSHYANT
12.	DEVANG RAMESHBHAI PATEL	92080	DEVANG RAMESHBHAI PATEL
13.	HIREN DINESHBHAI JHANZRUKIYA	23020	HIREN DINESHBHAI JHANZRUKIYA
14.	PAMBHAR PIYUSH BAGHUBHAI	23020	PAMBHAR PIYUSH BAGHUBHAI
15.	PAGHDAL PRAGJIBHAI MADHABHAI	23020	PAGHDAL PRAGJIBHAI

			MADHABHAI
16.	VAVLIYA HIREN HARSUKHBHAI	23020	VAVLIYA HIREN HARSUKHBHAI
17.	RAFALIYA ARCHANA VISHALBHAI	23020	RAFALIYA ARCHANA VISHALBHAI
18.	KAILASBEN JITENDRABHAI SHAH	13810	KAILASBEN JITENDRABHAI SHAH
19.	RUCHI SHUKLA	69060	RUCHI SHUKLA
20.	MENDAPARA BHAVISHABEN NIKUNJKUMAR	2300	MENDAPARA BHAVISHABEN NIKUNJKUMAR
21.	PUNAM J BUTANI	4600	PUNAM J BUTANI
22.	JAVIA CHIRAG BABULAL	9210	JAVIA CHIRAG BABULAL
23.	SOLANKI KARSHAN	2300	SOLANKI KARSHAN
24.	BHARATKUMAR N SOLANKI	4600	BHARATKUMAR N SOLANKI
25.	KAVITA SANJAY RAIYA	46040	KAVITA SANJAY RAIYA
26.	SWEETY MAHIR MAJITHIA	23020	SWEETY MAHIR MAJITHIA
27.	MANISH MAHENDRABHAI JAIN (HUF)	46040	MANISH JAIN
28.	AMITBHAI DINESHCHANADRA MASHROO	23020	AMITBHAI DINESHCHANADRA MASHROO
29.	MADHU PRAKASH SHAH	9210	MADHU PRAKASH SHAH
30.	GANESH CHHOGARAM SUTHAR HUF	9210	GANESH SUTHAR
31.	HARISHCHANDRA BHIKHAMCHAND SHAH	46040	HARISHCHANDRA BHIKHAMCHAND SHAH
32.	RIMA KUNAL KIKANI	23020	RIMA KUNAL KIKANI
33.	KUNAL NARANBHAI KIKANI	23020	KUNAL NARANBHAI KIKANI
34.	UJJAVAL VALLABHDAS CHANIYARA	2300	UJJAVAL VALLABHDAS CHANIYARA
35.	RONAK SANDIPBHAI BHALALA	460400	RONAK SANDIPBHAI BHALALA
36.	GEETA KANTILAL GALA	46040	GEETA KANTILAL GALA
37.	BEDIA SHAILESHBHAI MOHANBHAI	2302030	BEDIA SHAILESHBHAI MOHANBHAI

## 2.Objects of the Issue:



The Company shall utilize the proceeds from the preferential issue of the equity shares and convertible warrants to towards Repayment of Loan, Acquisition / Investment in proposed subsidiaries, Funding Working capital requirement of the proposed subsidiary and General and corporate purpose.

3. Maximum number of specified securities to be issued and price of the securities:

The resolution set out in the accompanying notice authorizes the Board to:

a) 1,70,64,840 (One Crore Seventy Lakh Sixty Four Thousand Eight Hundred Forty) fully convertible warrants to be convertible at the option of the warrant holders in equal number of shares, in one or more tranches, within 18 (eighteen) months from the date of its allotment and issue of 87,17,750 (Eighty Seven Lakh Seventeen Thousand Seven Hundred Fifty) Equity Shares at the price of Rs. 21.72/- per Security (Rupees Twenty One and Seventy Two Paise Only) (Face Value of Rs. 10/- (Rupees Ten only) each plus a premium of Rs. 11.72/- (Rupees Eleven and and Seventy Two Paise only) per share) to public on cash basis, total aggregating to Rs. ~55,99,97,855/- (Approximately Rupees Fifty Five Crore Ninety Nine Lakh Ninety-Seven Thousand Eight Hundred Fifty Five Only), on preferential allotment basis.

4. Pricing and / or Basis on which the price has been arrived at and justification for the price (including premium, if any):

The equity shares of the company are listed on stock exchange (BSE Limited) and are frequently traded in accordance with regulation 164 of the ICDR Regulations. The floor price of Rs. 21.72/- is determined as per the pricing formula prescribed under the SEBI ICDR Regulations for the preferential issue of equity shares and convertible Warrants and it is higher of the following:

- 90 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 19.61/- per Share
- 10 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 21.72/- per Share
- Report of independent registered valuer: Considering that the allotment shall be more than 5% of the post issue fully diluted share capital of the Company, the price of Rs. 21.72/- of the convertible Warrants and Equity Shares to be issued and allotted to the proposed allottees has been determined taking into account the valuation report dated 21<sup>st</sup> January, 2026 issued by Mr.

Abhishek Chhajed, Registered Valuer (IBBI Registration No. IBBI/RV/03/2020/13674), in accordance with Regulation 166A of the ICDR Regulations (“Valuation Report”). The Valuation Report shall be available for inspection by the members and the same may be accessed on the Company’s website at the link: <https://dharapratiksha.com>.

The Board proposes to issue Convertible Warrants and Equity shares at a price of Rs. 21.72/- (Rupees Twenty One and Seventy Two Paise Only) per Equity Share, which is not less than the floor price determined in accordance with SEBI ICDR Regulations. The Board found it justified considering current scenario of the Company etc.

Method of determination of price as per the Articles of Association of the company: –

Not applicable as the Articles of Association of the company is silent on the determination of a floor price / minimum price of the equity shares and Warrants issued on preferential basis.

The Articles of Association of the issuer do not provide a specific method of determination floor price so the price calculated under relevant Regulation of the Securities and Exchange Board of India (“Issue of Capital and Disclosure Requirements”) Regulations, 2018 shall be considered as the issue price for equity shares and Warrants to be allotted pursuant to the preferential issue.

5. Relevant date with reference to which the price has been arrived at:

The Relevant Date in terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 for determining the price of Equity Shares and Warrants to be issued with reference to the proposed allotment is 21<sup>th</sup> January, 2026.

6. The class or classes of persons to whom the allotment is proposed to be made:

The proposed preferential allotment of warrants and Equity shares is proposed to be made to Public.

7. Intention of promoters, directors or key managerial personnel (KMP) or senior management of the issuer to subscribe to the offer:

No Promoters, Directors, Key Managerial Personnel or Senior Management of the Company have shown their intention to subscribe to proposed Preferential Issue of Equity Shares and Warrants.

8. The change in control if any in the company that would occur consequent to the preferential offer:

The proposed Preferential Allotment of Convertible Warrants and Equity shares will not result in any change in the management and control of the Company.

9. Time frame within which the preferential allotment shall be completed:

As required under the Regulation 170 of SEBI (ICDR) Regulations 2018, the Company shall complete the allotment of Warrants and Equity shares within a period of 15 days from the date of passing of this Special Resolution by the shareholders in General Meeting, provided that where any approval or permission by any regulatory authority or the Stock Exchange is pending, the allotment shall be completed within a period of 15 days from the date of such approval or permission.

10. Shareholding pattern before and after Preferential Issue would be as follows:

Please refer Annexure - A to this notice for details.

11. Consequential Changes in the Voting Rights:

Voting rights will change according to the change in the shareholding pattern mentioned above.

12. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues:

The Warrants and Equity Shares are proposed to be allotted to person belonging to the Public category shareholders. No change in control or management of the Company is contemplated consequent to the proposed preferential issue. The pre and post issue holding of the proposed allottees are as under:

**List of proposed Allottee(s) for Equity Shares**

Sr. No.	Name of Allottees	No. of Equity Shares to be allotted	Category	Pre – Pref. Holding		Post – Pref. Holding*		Ultimate beneficial owners
				No. of Shares	% of Holding	No. of Shares	% of Holding	
1.	ZENIFAR KRISTOFARBHAI KHEDIA	184160	PUBLIC	0	0	184160	0.587377	ZENIFAR KRISTOFARBHAI KHEDIA
2.	VIPULBHAI PARSOTAMBHAI	69060	PUBLIC	0	0	69060	0.220266	VIPULBHAI PARSOTAMBHAI

	BHALODIYA							BHALODIYA
3.	SARIKABEN SANKETKUMAR LADANI	92080	PUBLIC	0	0	92080	0.293689	SARIKABEN SANKETKUMAR LADANI
4.	NEHA VAID	92080	PUBLIC	0	0	92080	0.293689	NEHA VAID
5.	UTKARSH PIYUSHKUMAR SHAH	69060	PUBLIC	0	0	69060	0.220266	UTKARSH PIYUSHKUMAR SHAH
6.	GHANSHYAM RAJESHBHAI VALA	27620	PUBLIC	0	0	27620	0.088094	GHANSHYAM RAJESHBHAI VALA
7.	SHAH SIDDHI YASH	92080	PUBLIC	0	0	92080	0.293689	SHAH SIDDHI YASH
8.	DHAVALKUMAR CHANDULAL BHADJA	23020	PUBLIC	0	0	23020	0.073422	DHAVALKUMAR CHANDULAL BHADJA
9.	RAJNIK MADHABHAI PAGHADAL	2302030	PUBLIC	0	0	2302030	7.342312	RAJNIK MADHABHAI PAGHADAL
10.	VIRANI JAYESHKUMAR	2302030	PUBLIC	0	0	2302030	7.342312	VIRANI JAYESHKUMAR
11.	PUROHIT VIBHA DUSHYANT	92080	PUBLIC	0	0	92080	0.293689	PUROHIT VIBHA DUSHYANT
12.	DEVANG RAMESHBHAI PATEL	92080	PUBLIC	0	0	92080	0.293689	DEVANG RAMESHBHAI PATEL
13.	HIREN DINESHBHAI JHANZRUKIYA	23020	PUBLIC	0	0	23020	0.073422	HIREN DINESHBHAI JHANZRUKIYA
14.	PAMBHAR PIYUSH BAGHUBHAI	23020	PUBLIC	0	0	23020	0.073422	PAMBHAR PIYUSH BAGHUBHAI
15.	PAGHDAL PRAGJIBHAI MADHABHAI	23020	PUBLIC	0	0	23020	0.073422	PAGHDAL PRAGJIBHAI MADHABHAI
16.	VAVLIYA HIREN HARSUKHBHAI	23020	PUBLIC	0	0	23020	0.073422	VAVLIYA HIREN HARSUKHBHAI
17.	RAFALIYA ARCHANA VISHALBHAI	23020	PUBLIC	0	0	23020	0.073422	RAFALIYA ARCHANA VISHALBHAI
18.	KAILASBEN JITENDRABHAI SHAH	13810	PUBLIC	0	0	13810	0.044047	KAILASBEN JITENDRABHAI SHAH
19.	RUCHI SHUKLA	69060	PUBLIC	0	0	69060	0.220266	RUCHI SHUKLA
20.	MENDAPARA BHAVISHABEN NIKUNJKUMAR	2300	PUBLIC	0	0	2300	0.007336	MENDAPARA BHAVISHABEN NIKUNJKUMAR

21.	PUNAM J BUTANI	4600	PUBLIC	10	0.000179522	4610	0.014704	PUNAM J BUTANI
22.	JAVIA CHIRAG BABULAL	9210	PUBLIC	0	0	9210	0.029375	JAVIA CHIRAG BABULAL
23.	SOLANKI KARSHAN	2300	PUBLIC	0	0	2300	0.007336	SOLANKI KARSHAN
24.	BHARATKUMAR N SOLANKI	4600	PUBLIC	0	0	4600	0.014672	BHARATKUMAR N SOLANKI
25.	KAVITA SANJAY RAIYA	46040	PUBLIC	0	0	46040	0.146844	KAVITA SANJAY RAIYA
26.	SWEETY MAHIR MAJITHIA	23020	PUBLIC	0	0	23020	0.073422	SWEETY MAHIR MAJITHIA
27.	MANISH MAHENDRABHAI JAIN (HUF)	46040	PUBLIC	0	0	46040	0.146844	MANISH JAIN
28.	AMITBHAI DINESHCHANADRA MASHROO	23020	PUBLIC	0	0	23020	0.073422	AMITBHAI DINESHCHANADRA MASHROO
29.	MADHU PRAKASH SHAH	9210	PUBLIC	0	0	9210	0.029375	MADHU PRAKASH SHAH
30.	GANESH CHHOGARAM SUTHAR HUF	9210	PUBLIC	0	0	9210	0.029375	GANESH SUTHAR
31.	HARISHCHANDRA BHIKHAMCHAND SHAH	46040	PUBLIC	0	0	46040	0.146844	HARISHCHANDRA BHIKHAMCHAND SHAH
32.	RIMA KUNAL KIKANI	23020	PUBLIC	0	0	23020	0.073422	RIMA KUNAL KIKANI
33.	KUNAL NARANBHAI KIKANI	23020	PUBLIC	0	0	23020	0.073422	KUNAL NARANBHAI KIKANI
34.	UJJAVAL VALLABHDAS CHANIYARA	2300	PUBLIC	0	0	2300	0.007336	UJJAVAL VALLABHDAS CHANIYARA
35.	RONAK SANDIPBHAI BHALALA	460400	PUBLIC	0	0	460400	1.468443	RONAK SANDIPBHAI BHALALA
36.	GEETA KANTILAL GALA	46040	PUBLIC	0	0	46040	0.146844	GEETA KANTILAL GALA
37.	BEDIA SHAILESHBHAI MOHANBHAI	2302030	PUBLIC	0	0	2302030	7.342312	BEDIA SHAILESHBHAI MOHANBHAI

#### List of proposed Allottee(s) for Warrants

Sr.	Name of Allottees	No. of	Category	Pre – Pref. Holding	Post – Pref.	Ultimate
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No.		Warrants to be allotted				Holding*		beneficial owners
				No. of Shares	% of Holding	No. of Shares	% of Holding	
1.	ARVIND PATEL	920810	PUBLIC	0	0	920810	2.936918	ARVIND PATEL
2.	PADSHAH SULABH URESHKUMAR	230200	PUBLIC	0	0	230200	0.734222	PADSHAH SULABH URESHKUMAR
3.	LAKHANI SAROJBEN ARJANBHAI	460400	PUBLIC	0	0	460400	1.468443	LAKHANI SAROJBEN ARJANBHAI
4.	LAKKHANI PRADIPKUMAR	460400	PUBLIC	0	0	460400	1.468443	LAKKHANI PRADIPKUMAR
5.	THAKKAR JAYESHKUMAR SURESHBHAI	115100	PUBLIC	0	0	115100	0.367111	THAKKAR JAYESHKUMAR SURESHBHAI
6.	SODHA INDRAJEETSINH LAKHABHAI	138120	PUBLIC	0	0	138120	0.440533	SODHA INDRAJEETSINH LAKHABHAI
7.	VAGHELA YASPALSINH SHIVBHADRASINH	115100	PUBLIC	0	0	115100	0.367111	VAGHELA YASPALSINH SHIVBHADRASINH
8.	GOHEL FALGUNKUMAR DHANJIBHAI	138120	PUBLIC	0	0	138120	0.440533	GOHEL FALGUNKUMAR DHANJIBHAI
9.	GOHEL RANJISINH KANUBHAI	115100	PUBLIC	0	0	115100	0.367111	GOHEL RANJISINH KANUBHAI
10	GOHEL MAYURKUMAR S	138120	PUBLIC	0	0	138120	0.440533	GOHEL MAYURKUMAR S
11	GOHEL KRUPA HARSHADBHAI	115100	PUBLIC	0	0	115100	0.367111	GOHEL KRUPA HARSHADBHAI
12	CHAVDA SATISHKUMAR MERUBHAI	138120	PUBLIC	0	0	138120	0.440533	CHAVDA SATISHKUMAR MERUBHAI
13	GOHEL AAKANKSHA HARSHADBHAI	115100	PUBLIC	0	0	115100	0.367111	GOHEL AAKANKSHA HARSHADBHAI
14	VAISHALIBEN A SHAH	46040	PUBLIC	0	0	46040	0.146844	VAISHALIBEN A SHAH
15	SHRADDHA MEHTA	299260	PUBLIC	0	0	299260	0.954488	SHRADDHA MEHTA

16	MINABEN C SHAH	92080	PUBLIC	0	0	92080	0.293689	MINABEN C SHAH
17	MITESH BHAI	230200	PUBLIC	0	0	230200	0.734222	MITESH BHAI
18	NISHANT GANDHI	230200	PUBLIC	0	0	230200	0.734222	NISHANT GANDHI
19	EKNATHESHWAR MULTITRADE LLP	897790	PUBLIC	0	0	897790	2.863496	JIGAR DAVE
20	KALARATRI MULTI TRADELINE LLP	920810	PUBLIC	0	0	920810	2.936918	VALI MOHAMMAD SHAIKH
21	NEELSAGAR CONSULTANCY SERVICE LLP	897790	PUBLIC	0	0	897790	2.863496	RIMA RASAILY
22	RUDRAAVTAR CONSULTANCY SERVICES LLP	874770	PUBLIC	0	0	874770	2.790074	ARVIND RATHOD
23	VINTAGE DIAMOND LLP	920810	PUBLIC	0	0	920810	2.936918	RINKUBEN VAGHELA
								FAIZAN AJMERWALA
24	MARKAND TRADEVENTURE LLP	897790	PUBLIC	0	0	897790	2.863496	RANJANEN VAGHELA
25	LANKINI MANAGEMENT CONSULTANCY LLP	897790	PUBLIC	0	0	897790	2.863496	ROHAN VORA
26	ARIZONAA TRADEWING LLP	920810	PUBLIC	0	0	920810	2.936918	AZIZ AHMED VALI MOHAMMAD SHAIKH
27	SUNRISE TRADELINK LLP	897790	PUBLIC	0	0	897790	2.863496	VIPULBHAI VACHHETA
28	AGRARIAN AGRO COMMODITY LLP	897790	PUBLIC	0	0	897790	2.863496	DIPAKKUMAR PARMAR
29	MAULIK SHAH	460400	PUBLIC	0	0	460400	1.468443	MAULIK SHAH
30	VISHAL SHAH	230200	PUBLIC	0	0	230200	0.734222	VISHAL SHAH
31	SATVAT AGRO LLP	230200	PUBLIC	0	0	230200	0.734222	VAXFAB ENTERPRISES LIMITED (LISTED ENTITY)
32	SHARAD RASIKBHAI RATOD	96690	PUBLIC	0	0	96690	0.308392	SHARAD RASIKBHAI RATOD
33	SMIT HASMUKHBHAI RACHHADIYA	115100	PUBLIC	0	0	115100	0.367111	SMIT HASMUKHBHAI RACHHADIYA
34	MANTHAN	23020	PUBLIC	0	0	23020	0.073422	MANTHAN RAMESHBHAI

	RAMESHBHAI TILVA							TILVA
35	VEGDA BHAVESHBHAI NATUBHAI	115100	PUBLIC	0	0	115100	0.367111	VEGDA BHAVESHBHAI NATUBHAI
36	SANKET LADANI	11510	PUBLIC	0	0	11510	0.036711	SANKET LADANI
37	BRIJESHKUMAR MATHURBHAI VAGHASIYA	69060	PUBLIC	0	0	69060	0.220266	BRIJESHKUMAR MATHURBHAI VAGHASIYA
38	HADWANI DHARAMKUMAR KISHORBHAI	69060	PUBLIC	0	0	69060	0.220266	HADWANI DHARAMKUMAR KISHORBHAI
39	DHANVI KIRITBHAI TILVA	2300	PUBLIC	0	0	2300	0.007336	DHANVI KIRITBHAI TILVA
40	TILVA KEVIN D	230200	PUBLIC	0	0	230200	0.734222	TILVA KEVIN D
41	TILVA RIDDHIBEN KEVINKUMAR	138120	PUBLIC	0	0	138120	0.440533	TILVA RIDDHIBEN KEVINKUMAR
42	ANERI KISHORBHAI GAMI	115100	PUBLIC	0	0	115100	0.367111	ANERI KISHORBHAI GAMI
43	JASMINKUMAR PATEL	46040	PUBLIC	0	0	46040	0.146844	JASMINKUMAR PATEL
44	RIDHESH JAYESHBHAI DUDHREJIYA	115100	PUBLIC	0	0	115100	0.367111	RIDHESH JAYESHBHAI DUDHREJIYA
45	MR. JASMIN PRAVINBHAI PARSANIYA	92080	PUBLIC	0	0	92080	0.293689	MR. JASMIN PRAVINBHAI PARSANIYA
46	ASHMEETA VIPULBHAI BHALODIYA	92080	PUBLIC	0	0	92080	0.293689	ASHMEETA VIPULBHAI BHALODIYA
47	MARU SHYAM PRAVINBHAI	92080	PUBLIC	0	0	92080	0.293689	MARU SHYAM PRAVINBHAI
48	RACHHADIYA HASMUKHBHAI GORDHANBHAI	46040	PUBLIC	0	0	46040	0.146844	RACHHADIYA HASMUKHBHAI GORDHANBHAI
49	KALPNABEN KISHORBHAI SAMPAT	23020	PUBLIC	0	0	23020	0.073422	KALPNABEN KISHORBHAI SAMPAT
50	DISHANK DINESH KANODIA	92080	PUBLIC	0	0	92080	0.293689	DISHANK DINESH KANODIA
51	RINSHU MEET DADHANIA	46040	PUBLIC	0	0	46040	0.146844	RINSHU MEET DADHANIA
52	BHUT KHUSHUBH RIKENKUMAR	39130	PUBLIC	0	0	39130	0.124805	BHUT KHUSHUBH RIKENKUMAR



53	MAKHECHA KIRAN PARSOTAMBHAI	75970	PUBLIC	0	0	75970	0.242306	MAKHECHA KIRAN PARSOTAMBHAI
54	RAVI VINODBHAI KAPADIYA	23020	PUBLIC	0	0	23020	0.073422	RAVI VINODBHAI KAPADIYA
55	VIRAL BARAD	287750	PUBLIC	209498	3.760955346	497248	1.58597	VIRAL BARAD
56	PANKAJ JAYANTILAL PATEL	276240	PUBLIC	250398	4.495021848	526638	1.679677	PANKAJ JAYANTILAL PATEL
57	ARJUN B PATEL HUF	345300	PUBLIC	0	0	345300	1.101332	ARJUN PATEL
58	KRUPAL KUMAR MALADEBHAI PUCHHADIYA	345300	PUBLIC	0	0	345300	1.101332	KRUPAL KUMAR MALADEBHAI PUCHHADIYA

\*Assuming full Allotment and full conversion of warrants into equity shares.

**13. The Current and Proposed status of the allottees post the preferential issue of Equity shares namely, promoter or non-promoter:**

Sr. No.	Name of Allottees	Current status of the allottees namely promoter or non promoter	Proposed status of the allottees post the preferential issue namely promoter or non-promoter
1.	ZENIFAR KRISTOFARBHAI KHEDIA	Non-Promoter	Non-Promoter
2.	VIPULBHAI PARSOTAMBHAI BHALODIYA	Non-Promoter	Non-Promoter
3.	SARIKABEN SANKETKUMAR LADANI	Non-Promoter	Non-Promoter
4.	NEHA VAID	Non-Promoter	Non-Promoter
5.	UTKARSH PIYUSHKUMAR SHAH	Non-Promoter	Non-Promoter
6.	GHANSHYAM RAJESHBHAI VALA	Non-Promoter	Non-Promoter
7.	SHAH SIDDHI YASH	Non-Promoter	Non-Promoter
8.	DHAVALKUMAR CHANDULAL BHADJA	Non-Promoter	Non-Promoter
9.	RAJNIK MADHABHAI PAGHADAL	Non-Promoter	Non-Promoter
10.	VIRANI JAYESHKUMAR	Non-Promoter	Non-Promoter
11.	PUROHIT VIBHA DUSHYANT	Non-Promoter	Non-Promoter
12.	DEVANG RAMESHBHAI PATEL	Non-Promoter	Non-Promoter
13.	HIREN DINESHBHAI JHANZRUKIYA	Non-Promoter	Non-Promoter
14.	PAMBHAR PIYUSH BAGHUBHAI	Non-Promoter	Non-Promoter

15.	PAGHDAL PRAGJIBHAI MADHABHAI	Non-Promoter	Non-Promoter
16.	VAVLIYA HIREN HARSUKHBHAI	Non-Promoter	Non-Promoter
17.	RAFALIYA ARCHANA VISHALBHAI	Non-Promoter	Non-Promoter
18.	KAILASBEN JITENDRABHAI SHAH	Non-Promoter	Non-Promoter
19.	RUCHI SHUKLA	Non-Promoter	Non-Promoter
20.	MENDAPARA BHAVISHABEN NIKUNJKUMAR	Non-Promoter	Non-Promoter
21.	PUNAM J BUTANI	Non-Promoter	Non-Promoter
22.	JAVIA CHIRAG BABULAL	Non-Promoter	Non-Promoter
23.	SOLANKI KARSHAN	Non-Promoter	Non-Promoter
24.	BHARATKUMAR N SOLANKI	Non-Promoter	Non-Promoter
25.	KAVITA SANJAY RAIYA	Non-Promoter	Non-Promoter
26.	SWEETY MAHIR MAJITHIA	Non-Promoter	Non-Promoter
27.	MANISH MAHENDRABHAI JAIN (HUF)	Non-Promoter	Non-Promoter
28.	AMITBHAI DINESHCHANADRA MASHROO	Non-Promoter	Non-Promoter
29.	MADHU PRAKASH SHAH	Non-Promoter	Non-Promoter
30.	GANESH CHHOGARAM SUTHAR HUF	Non-Promoter	Non-Promoter
31.	HARISHCHANDRA BHIKHAMCHAND SHAH	Non-Promoter	Non-Promoter
32.	RIMA KUNAL KIKANI	Non-Promoter	Non-Promoter
33.	KUNAL NARANBHAI KIKANI	Non-Promoter	Non-Promoter
34.	UJJAVAL VALLABHDAS CHANIYARA	Non-Promoter	Non-Promoter

35.	RONAK SANDIPBHAI BHALALA	Non-Promoter	Non-Promoter
36.	GEETA KANTILAL GALA	Non-Promoter	Non-Promoter
37.	BEDIA SHAILESHBHAI MOHANBHAI	Non-Promoter	Non-Promoter

**The Current and Proposed status of the allottees post the preferential issue of Warrants namely, promoter or non-promoter:**

Sr. No.	Name of Allottees	Current status of the allottees namely promoter or non promoter	Proposed status of the allottees post the preferential issue namely promoter or non-promoter
1.	ARVIND PATEL	Non-Promoter	Non-Promoter
2.	PADSHAH SULABH URESHKUMAR	Non-Promoter	Non-Promoter
3.	LAKHANI SAROJBEN ARJANBHAI	Non-Promoter	Non-Promoter
4.	LAKKHANI PRADIPKUMAR	Non-Promoter	Non-Promoter
5.	THAKKAR JAYESHKUMAR SURESHBHAI	Non-Promoter	Non-Promoter
6.	SODHA INDRAJEETSINH LAKHABHAI	Non-Promoter	Non-Promoter
7.	VAGHELA YASPALSINH SHIVBHADRASINH	Non-Promoter	Non-Promoter
8.	GOHEL FALGUNKUMAR DHANJIBHAI	Non-Promoter	Non-Promoter
9.	GOHEL RANJISINH KANUBHAI	Non-Promoter	Non-Promoter
10.	GOHEL MAYURKUMAR S	Non-Promoter	Non-Promoter
11.	GOHEL KRUPA HARSHADBHAI	Non-Promoter	Non-Promoter
12.	CHAVDA SATISHKUMAR MERUBHAI	Non-Promoter	Non-Promoter
13.	GOHEL AAKANKSHA HARSHADBHAI	Non-Promoter	Non-Promoter
14.	VAISHALIBEN A SHAH	Non-Promoter	Non-Promoter
15.	SHRADDHA MEHTA	Non-Promoter	Non-Promoter
16.	MINABEN C SHAH	Non-Promoter	Non-Promoter
17.	MITESH BHAI	Non-Promoter	Non-Promoter
18.	NISHANT GANDHI	Non-Promoter	Non-Promoter
19.	EKNATHESHWAR MULTITRADE LLP	Non-Promoter	Non-Promoter
20.	KALARATRI MULTI TRADELINE LLP	Non-Promoter	Non-Promoter

21.	NEELSAGAR CONSULTANCY SERVICE LLP	Non-Promoter	Non-Promoter
22.	RUDRAAVTAR CONSULTANCY SERVICES LLP	Non-Promoter	Non-Promoter
23.	VINTAGE DIAMOND LLP	Non-Promoter	Non-Promoter
24.	MARKAND TRADEVENTURE LLP	Non-Promoter	Non-Promoter
25.	LANKINI MANAGEMENT CONSULTANCY LLP	Non-Promoter	Non-Promoter
26.	ARIZONAA TRADEWING LLP	Non-Promoter	Non-Promoter
27.	SUNRISE TRADELINK LLP	Non-Promoter	Non-Promoter
28.	AGRARIAN AGRO COMMODITY LLP	Non-Promoter	Non-Promoter
29.	MAULIK SHAH	Non-Promoter	Non-Promoter
30.	VISHAL SHAH	Non-Promoter	Non-Promoter
31.	SATVAT AGRO LLP	Non-Promoter	Non-Promoter
32.	SHARAD RASIKBHAI RATOD	Non-Promoter	Non-Promoter
33.	SMIT HASMUKHBHAI RACHHADIYA	Non-Promoter	Non-Promoter
34.	MANTHAN RAMESHBHAI TILVA	Non-Promoter	Non-Promoter
35.	VEGDA BHAVESHBHAI NATUBHAI	Non-Promoter	Non-Promoter
36.	SANKET LADANI	Non-Promoter	Non-Promoter
37.	BRIJESHKUMAR MATHURBHAI VAGHASIYA	Non-Promoter	Non-Promoter
38.	HADWANI DHARAMKUMAR KISHORBHAI	Non-Promoter	Non-Promoter
39.	DHANVI KIRITBHAI TILVA	Non-Promoter	Non-Promoter
40.	TILVA KEVIN D	Non-Promoter	Non-Promoter
41.	TILVA RIDDHIBEN KEVINKUMAR	Non-Promoter	Non-Promoter
42.	ANERI KISHORBHAI GAMI	Non-Promoter	Non-Promoter
43.	JASMINKUMAR PATEL	Non-Promoter	Non-Promoter
44.	RIDHESH JAYESHBHAI DUDHREJIYA	Non-Promoter	Non-Promoter
45.	MR. JASMIN PRAVINBHAI PARSANIYA	Non-Promoter	Non-Promoter
46.	ASHMEETA VIPULBHAI BHALODIYA	Non-Promoter	Non-Promoter
47.	MARU SHYAM PRAVINKUMAR	Non-Promoter	Non-Promoter

48.	RACHHADIYA HASMUKHBHAI GORDHANBHAI	Non-Promoter	Non-Promoter
49.	KALPNABEN KISHORBHAI SAMPAT	Non-Promoter	Non-Promoter
50.	DISHANK DINESH KANODIA	Non-Promoter	Non-Promoter
51.	RINSHU MEET DADHANIA	Non-Promoter	Non-Promoter
52.	BHUT KHUSHUBH RIKENKUMAR	Non-Promoter	Non-Promoter
53.	MAKHECHA KIRAN PARSOTAMBHAI	Non-Promoter	Non-Promoter
54.	RAVI VINODBHAI KAPADIYA	Non-Promoter	Non-Promoter
55.	VIRAL BARAD	Non-Promoter	Non-Promoter
56.	PANKAJ JAYANTILAL PATEL	Non-Promoter	Non-Promoter
57.	ARJUN B PATEL HUF	Non-Promoter	Non-Promoter
58.	KRUPAL KUMAR MALADEBHAI PUCHHADIYA	Non-Promoter	Non-Promoter

**14. The number of persons to whom allotment through preferential issue have already been made during the year in terms of number of securities as well as price:**

No preferential allotment has been made to any person during the current financial year 2025-26.

**15. The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the Registered Valuer:**

Not Applicable as present issue is for cash basis.

**16. Undertakings:**

I. The Issuer Company undertakes that they shall recompute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations, 2018, as amended where it is required to do so.

II. The Issuer Company undertakes that if the amount payable on account of the re-computation of price is not paid within the time stipulated in terms of the provision of SEBI (ICDR) Regulations, 2018, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.

**17. Disclosure as specified under Regulation 163(1)(i) of SEBI(ICDR) Regulations 2018:**

Disclosure is not applicable in the present case as neither the company nor its promoters/ directors are willful defaulters or fraudulent borrower.

**18. Name and the address of Valuer who performed valuation:**

The valuation was performed by Mr. Abhishek Chhajed, Registered Valuer (IBBI Registration No. IBBI/RV/03/2020/13674) having his office at 134-1-2 Nilkanthnagar, Gordhanwadi Tekra, Kankaria, Ahmedabad City, Ahmedabad, Gujarat – 380001.

**19. Company Secretary's Certificate:**

The certificate from M/s. A. Shubhangi & Associates, Practicing Company Secretary (ICSI Membership No.: 63219 CP No: 23802) certifying that the preferential issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at [www.dharapratiksha.com](http://www.dharapratiksha.com).

**20. Lock-in period:**

The aforesaid allotment of Equity Shares on a preferential basis shall be locked in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended. The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in as per Regulation 167 (6) of Chapter V of the SEBI (ICDR) Regulations, 2018.

**21. Material Terms of Issue of Equity Shares and Warrants:**

The Equity Shares allotted pursuant to conversion of warrants and Equity shares in terms of this resolution shall rank *pari-passu* with the existing equity shares of the Company in all respects.

**22. Disclosure pursuant to the provisions of Schedule VI of SEBI (ICDR) Regulations 2018:**

It is hereby declared that neither the Company nor its promoters and directors are willful defaulters or fraudulent borrowers as defined under SEBI (ICDR) Regulations, 2018 and none of its directors or Promoters are fugitive economic offender as defined under SEBI (ICDR) Regulations, 2018 and hence providing disclosures specified in Schedule VI of SEBI (ICDR) Regulations 2018 does not arise.

**23. Particulars of the offer, Kinds of Securities Offered, Price of the Securities Offered including date of passing of Board resolution:**

- a) To issue 1,70,64,840 (One Crore Seventy Lakh Sixty Four Thousand Eight Hundred Forty) fully convertible warrants to be convertible at the option of the warrant holders in equal number of shares, in one or more tranches, within 18 (eighteen) months from the date of its allotment and issue of 87,17,750 (Eighty Seven Lakh Seventeen Thousand Seven Hundred Fifty) Equity Shares at the price of Rs. 21.72/- per Security (Rupees Twenty One and Seventy Two Paise Only) (Face Value of Rs. 10/- (Rupees Ten only) each plus a premium of Rs. 11.72/- (Rupees Eleven and and Seventy Two Paise only) per share) to public on cash basis, total aggregating to Rs. ~55,99,97,855/- (Approximately Rupees Fifty Five Crore Ninety Nine Lakh Ninety-Seven Thousand Eight Hundred Fifty Five Only), on Preferential Allotment basis. Date of passing Board Resolution for aforesaid Preferential Issue is 21<sup>st</sup> January, 2026.

**24. Amount which the company intends to raise by way of such securities:**

The Company intends to raise total ~55,99,97,855/- (Approximately Rupees Fifty Five Crore Ninety Nine Lakh Ninety-Seven Thousand Eight Hundred Fifty Five Only), through issue of convertible warrants and Equity shares.

**25. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects:**

No contribution is being made by the promoters or directors either as part of the offer or separately in furtherance of objects.

**26. Principle terms of assets charged as securities:**

Not Applicable

**27. Monitoring of Utilization of Funds:**

Since the issue size is less than Rs.100 Crore, the Company is not required to appoint a credit rating agency as a monitoring agency in terms of regulation 162A of the SEBI ICDR Regulations.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, the approval of the members for issue of Warrants and Equity shares to the Investor(s) is being sought by way of a special resolution as set out in the said item no. 11 & 12 of the Notice.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members and, therefore, recommends the resolution at Item No. 11 & 12 of the accompanying Notice for approval by the members of the Company as a Special Resolutions.

None of the other Directors of the Company or the Key Managerial Persons of the Company or their respective relatives, are concerned or interested in the passing of the above Resolution.

Date: 21/01/2026

Place: Ahmedabad

**For and on Behalf of Board of Directors  
PRATIKSHA CHEMICALS LIMITED**

Sd/-

**Sumit Harjibhai Gol  
Additional Director  
DIN: 11367027**

**Annexure - A - Pre and Post Preferential Issue Shareholding Pattern of the Company**

Sr. No.	Category of Shareholder(s)	Pre-Issue (As on 31.12.2025)		Post-Issue (Assuming full Allotment and full conversion of Warrants and Issue of Equity Shares)	
		No. of Shares held	% of share holding	No. of Shares held	% of share holding
<b>A</b>	<b>Promoters &amp; Promoter Group Holding</b>				
<b>A1</b>	<b>Indian</b>				
	Individuals/Hindu undivided Family	1,74,029	3.12	1,74,029	0.56
	Bodies Corporate	0	0	0	0
	Sub Total A1	0	0	0	0
<b>A2</b>	<b>Foreign</b>				
	Individuals/Hindu undivided Family	0	0	0	0
	Bodies Corporate	0	0	0	0
	Sub Total A	0	0	0	0
	<b>Total Promoters &amp; Promoter Group Holding A1 + A2</b>	<b>1,74,029</b>	<b>3.12</b>	<b>1,74,029</b>	<b>0.56</b>
<b>B</b>	<b>Public shareholders</b>				
<b>B1</b>	<b>Institutions</b>	0	0	0	0
<b>B2</b>	<b>Institutions (Domestic)</b>	1,800	0.03	1,800	0.01
<b>B3</b>	<b>Institutions (Foreign)</b>	0	0	0	0
<b>B4</b>	<b>Central Government/ State Government(s)/ President of India</b>	0	0	0	0
<b>B5</b>	<b>Non-Institutions</b>				
	Resident Individuals	44,45,574	79.81	2,05,73,474	65.62
	Non Resident Indians (NRIs)	1,75,191	3.15	1,75,191	0.56
	Bodies Corporate	1,46,385	2.63	1,46,385	0.47
	HUF	2,14,626	3.85	6,15,176	1.96
	Trust	0	0	0	0
	Firm / LLP / Clearing Member	4,12,735	7.41	96,66,875	30.82



	<b>Total Public Holding B1+B2+B3+B4+B5</b>	0	0	0	0
<b>C</b>	<b>Shares held by custodians</b>	0	0	0	0
	<b>Grand Total A + B + C</b>	<b>55,70,340</b>	100.00	<b>3,13,52,930</b>	<b>100</b>

The information required to be given for the Directors seeking appointment/ reappointment at the Extra Ordinary General Meeting as per regulation 36(3) of SEBI(Listing Obligation and Disclosure Requirements) Regulations, 2015 are as under:

**MR. KISHAN RAJESHBHAI MENDAPARA**

<b>Sr.No</b>	<b>Particulars</b>	<b>Description</b>
1	Age	30 years
2	Qualifications	Mr. Kishan Rajeshbhai Mendapara is a B.Com Graduate with a solid foundation in accounting, finance, and business management. Skilled in maintaining financial records, preparing reports, and supporting day-to-day business operations. Proficient in MS Excel and office tools, with good analytical, communication, and teamwork skills. Eager to contribute to organizational growth while learning and developing professionally.
3	Experience	Please refer Explanatory Statement
4	Expertise in specific Functional areas	Please refer Explanatory Statement
5	Date of first Appointment on the Board	26/12/2025
6	Shareholding in the Company	Nil
7	Remuneration Last Drawn (FY 2024-2025)	Nil
8	Remuneration proposed to be paid	Fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 of the Act.
9	Relationship between directors inter-se, Manager and other Key Managerial Personnel of the company	None
10	Directorships held in other Listed Companies (Other than Pratiksha Chemicals Limited)	0
11	Memberships / Chairmanships of Committees (Audit and Stakeholder) includes all public companies (including this Company) and does not include private limited, foreign and Section 8 Companies	Chairman in Audit Committee and Stakeholders Committee in Pratiksha Chemicals Limited
12	Number of Board Meetings attended (FY 2024-25)	Not Applicable
13	Justification for choosing the appointees for appointment	Highly proficient and expert in his work

	as Independent Directors shall be disclosed	
14	Recognition or awards	None

**KHUSHBU HEMANSHU NADAPARA**

<b>Sr.No</b>	<b>Particulars</b>	<b>Description</b>
1	Age	26 years
2	Qualifications	Khushbu Hemanshu Nadapara, is a dedicated and proactive management professional with solid experience in operations, administration, and team coordination. Over the years, she has developed a strong ability to manage day-to-day activities, support teams, and ensure that work is completed efficiently and on time.
3	Experience	Please refer Explanatory Statement
4	Expertise in specific Functional areas	Please refer Explanatory Statement
5	Date of first Appointment on the Board	26/12/2025
6	Shareholding in the Company	Nil
7	Remuneration Last Drawn (FY 2024-2025)	Nil
8	Remuneration proposed to be paid	Fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 of the Act.
9	Relationship between directors inter-se, Manager and other Key Managerial Personnel of the company	None
10	Directorships held in other Listed Companies (Other than Pratiksha Chemicals Limited)	0
11	Memberships / Chairmanships of Committees (Audit and Stakeholder) includes all public companies (including this Company) and does not include private limited, foreign and Section 8 Companies	1. Member in Audit Committee in Pratiksha Chemicals Limited
12	Number of Board Meetings attended (FY 2024-25)	0
13	Justification for choosing the appointees for appointment as Independent Directors shall be disclosed	Highly proficient and expert in her work

14	Recognition or awards	None
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## **KALPESH KAMANI**

<b>Sr.No</b>	<b>Particulars</b>	<b>Description</b>
1	Age	48 years
2	Qualifications	A dynamic professional with a Bachelor's degree in Computer Applications (BCA) and over a decade of experience in business operations and management. Skilled in strategic planning, client relations, and process optimization, with a strong focus on driving growth and maintaining quality standards.
3	Experience	Please refer Explanatory Statement
4	Expertise in specific Functional areas	Please refer Explanatory Statement
5	Date of first Appointment on the Board	05/11/2025
6	Shareholding in the Company	0
7	Remuneration Last Drawn (FY 2024-2025)	NA
8	Remuneration proposed to be paid	The remuneration structure can be reviewed and/ or revised by the Board on the recommendation of the Nomination & Remuneration Committee within the limits prescribed under the Companies Act 2013 and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the term of his appointment.
9	Relationship between directors inter-se, Manager and other Key Managerial Personnel of the company	None
10	Directorships held in other Listed Companies (Other than Pratiksha Chemicals Limited)	0
11	Memberships / Chairmanships of Committees (Audit and Stakeholder) includes all public companies (including this Company) and does not include private limited, foreign and Section 8 Companies	Member of Audit Committee and Stakeholders Relationship Committee in Pratiksha Chemicals Limited
12	Number of Board Meetings attended	0
13	Recognition or awards	None

## **SUMIT HARJIBHAI GOL**

Sr.No	Particulars	Description
1	Age	36 years
2	Qualifications	A dynamic professional with a Bachelor's degree in Computer Applications (BCA) and over a decade of experience in business operations and management. Skilled in strategic planning, client relations, and process optimization, with a strong focus on driving growth and maintaining quality standards.
3	Experience	Please refer Explanatory Statement
4	Expertise in specific Functional areas	Please refer Explanatory Statement
5	Date of first Appointment on the Board	05/11/2025
6	Shareholding in the Company	0
7	Remuneration Last Drawn (FY 2024-2025)	Nil
8	Remuneration proposed to be paid	Fee for attending meetings of the Board or Committees thereof or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 of the Act.
9	Relationship between directors inter-se, Manager and other Key Managerial Personnel of the company	None
10	Directorships held in other Listed Companies (Other than Pratiksha Chemicals Limited)	0
11	Memberships / Chairmanships of Committees (Audit and Stakeholder) includes all public companies (including this Company) and does not include private limited, foreign and Section 8 Companies	Stakeholders Relationship Committee in Pratiksha Chemicals Limited
12	Number of Board Meetings attended	0
13	Recognition or awards	None

# PRATIKSHA CHEMICALS LIMITED

CIN: L24110GJ1991PLC015507

Regd. Office: 26/Office, Newyork Trade Centre, Opp. Muktidham  
Derasar, Sarkhej Gandhinagar Highway, Thaltej, Ahmedabad, Gujarat,  
India, 380054.

Mail Id: [exports@dharapratiksha.com](mailto:exports@dharapratiksha.com) Contact: 02717-284350

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## ATTENDANCE SLIP

Date\_\_\_\_\_

Please fill Attendance Slip and hand it over at the entrance of the meeting venue.

Name	
Address	
DP ID*	
Client ID*	
Folio No.	
No. of shares held	

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Friday, 20th February, 2026 at 12:00 noon (IST), at the registered office of the company situated at Office No. 26, Newyork Trade Centre, Opp. Muktidham, Derasar, SG Highway, Thaltej Road, Ahmedabad, Gujarat, India, 380054.

\* Applicable for investors holding shares in electronic form.

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**Signature of Shareholder / Proxy**

**FORM OF PROXY**  
**(Form MGT-11)**

**(Pursuant to section 105(6) of The Companies Act, 2013 and Rule 19(3)  
of the Companies (Management and Administration) Rules, 2014**

**CIN:** L24110GJ1991PLC015507

**Name of the Company:** PRATIKSHA CHEMICALS LIMITED

**Registered office:** Office No. 26, Newyork Trade Centre, Opp. Muktidham, Derasar, SG Highway, Thaltej Road, Ahmedabad, Ahmadabad City, Gujarat, India, 380054

<b>Name of the Member(s):</b>	
<b>Registered Address:</b>	
<b>E-mail ID:</b>	
<b>Folio No. / Client ID:</b>	
<b>DP ID:</b>	

I/We, being the member(s) of \_\_\_\_\_ shares of the Company, hereby appoint:

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email ID: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him;

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email ID: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Friday, 20th February, 2026 at 12:00 noon (IST), at the registered office of the company situated at Office No. 26, Newyork Trade Centre, Opp. Muktidham, Derasar, SG Highway, Thaltej Road, Ahmedabad, Gujarat, India, 380054 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars of Resolutions	Optional*	
		For	Against
Special Business:			
1	Amendment of the Object Clause of the Memorandum of Association of the Company		
2	Regularisation of Appointment of Mr. Kishan Rajeshbhai Mendapara (DIN: 11450994), as an Independent Director of the Company		
3	Regularisation of Appointment of Ms. Khushbu Hemanshu Nadapara (DIN:11386775), as an Independent Director of the Company		
4	Regularization of Mr. Kalpesh Kamani as Director (DIN: 11366816) of the Company		
5	Appointment of Mr. Sumit Harjibhai Gol (DIN: 11367027) as Managing Director of the Company		
6	To Increase the Authorised share capital of the Company and Consequential amendment to the		

	Capital Clause in the Memorandum of Association of the Company		
7	To Increase the Borrowing Power of the Company		
8	To Authorise the Board of Director to sell, lease or dispose of the undertaking of the company		
9	To Increase the Limits for Making Investments / Extending Loans and Giving Guarantees or providing securities in Connection with loans to Persons / Bodies Corporate		
10	To approve Change Of Name Of The Company And Consequent Alteration In The Memorandum Of Association And Articles Of Association Of The Company		
11	To issue fully convertible warrants on a preferential issue basis		
12	To issue Equity Shares on a preferential issue basis		

Affix  
Revenue  
Stamp\*\*

Signed this \_\_\_\_\_ day of February, 2026

Signature of shareholder\_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

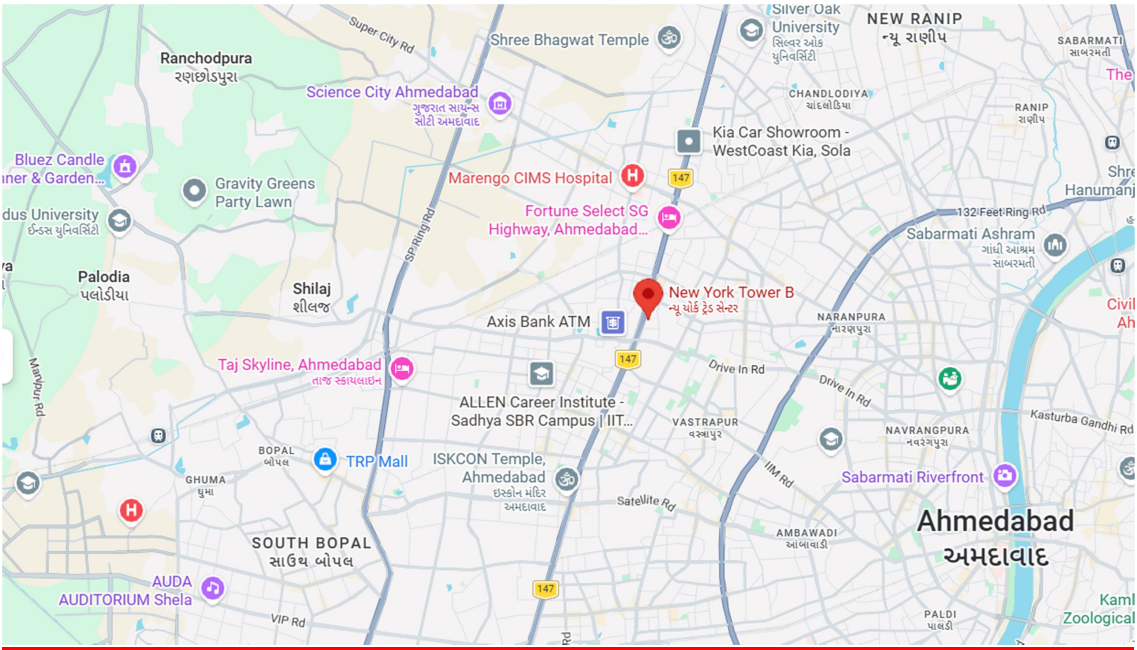
Note:

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

\*\* Kindly cancel the Revenue Stamp after affixing the same.



ROUTE MAP TO THE VENUE OF GENERAL MEETING





**KISHAN TILVA & COMPANY**

**Chartered Accountants**

To  
The Board of Directors  
**PRATIKSHA CHEMICALS LIMITED**  
CIN: L24110GJ1991PLC015507  
26, Newyork trade Center Thaltej Cross,  
Ahmedabad, Gujarat-380059.

**Dear Sir/Madam,**

**Sub: Issuance of Certificate as per Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

On the basis of a review of necessary documents, records, and available information as of the date of the certificate and explanation provided to us by **PRATIKSHA CHEMICALS LIMITED** (CIN: L24110GJ1991PLC015507) (the “Company”), having its registered office at, 26, Newyork trade Center Thaltej Cross, Ahmedabad, Gujarat-380059.

We certify the following in terms of Regulation 45(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulation).

A. In view of the same, the Company is in compliance with the condition of a time period of at least one year being elapsed from the last name change.

B. The condition of at least fifty percent of the total revenue in the preceding one-year period to be accounted for by the new activity suggested by the new, does not arise as the Company has not changed its main business activity.

C. The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity does not arise as the Company has not changed its main business activity.

This certificate is issued as per requirements of Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The change in the name of the Company from “PRATIKSHA CHEMICALS LIMITED” to “VELLORA IMPACT LIMITED” was undertaken as part of corporate rebranding would make the name of the Company simple, sharp and focused.

Given the above, the company is not seeking the name change as per the conditions specified under Regulation 45 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 but to rebrand so the name of the Company will be simple, sharp and focused.





# KISHAN TILVA & COMPANY

## Chartered Accountants

**NOTES:**

1. This Certificate is issued at the specific request of **PRATIKSHA CHEMICALS LIMITED**.
2. We do not have the responsibility to update this Certificate for events occurring after the date of certificate.



**For, KISHAN TILVA & CO.**  
**Chartered Accountants**  
**ICAI FRN: 151060W**

Place: Ahmedabad

Date: 28<sup>TH</sup> January, 2026

UDIN: 26188518XXWRCA3928