



CIN : L24100HR2011PLC114093

Fabino Enterprises Ltd.

(Formerly known as Fabino Life Sciences Ltd.)

(An ISO 9001:2015 Certified Company)

September 04, 2026

To,
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 543444

Dear Sir/Madam,

Sub: Notice of 15th Annual General Meeting (AGM) to be held on Tuesday, September 29, 2026.

Please find attached herewith the Notice of 15th Annual General Meeting along with the annexure, to be held on Tuesday, September 29, 2026 at 12:30 P.M. through Video Conference ("VC") / Other Audio-Visual Means ("OAVM").

You are requested to kindly update the above information on your record.

Thanking You,

FOR FABINO ENTERPRISES LIMITED
(Formerly known as Fabino Life Sciences Limited)


Aditya Mahavir Jain
Managing Director
DIN: 09353344



NOTICE

NOTICE is hereby given that the **Fifteenth Annual General Meeting** of the Members of the **Fabino Enterprises Limited (Formerly known as Fabino Life Sciences Ltd)** will be held on **Tuesday, September 29, 2026 at 12:30 P.M.** through Video Conference (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business.

I. ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Annual Standalone Financial Statements for the year ended on 31st March, 2026 together with the Board’s Report & Auditor’s Report thereon.**
- 2. To receive, consider and adopt the Annual Consolidated Financial Statements for the year ended on 31st March, 2026 together with the Board’s Report & Auditor’s Report thereon.**
- 3. To appoint a Director in place of Mr. Arihant Jain (DIN: 08280553), who retires by rotation and being eligible, offers himself for re-appointment.**
- 4. To approve the re-appointment of M/s D G M S & Co., Chartered Accountants, (Firm Registration No.0112187W) as the Statutory Auditors of the Company.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Audit Committee and the Board of Directors of the Company, the consent and approval of the members of the Company (“Members”) be and are hereby accorded to re-appoint M/s D G M S & Co., Chartered Accountants (Firm Registration No. 0112187W), as the Statutory Auditors of the Company for period of five years, who shall hold office from the conclusion of this 15th Annual General Meeting till the conclusion of the 20th Annual General Meeting to be held in the year 2031 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.

RESOLVED FURTHER THAT that the Board of Directors of the Company/ Company Secretary (including its Committee thereof), be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

II. SPECIAL BUSINESS:

- 5. To approve re-appointment of Mrs. Tesu Alakh (DIN: 07300250) as a Non-executive 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, 152 & 164 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015 and Articles of Association of the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Tesu Alakh (DIN: 07300250) was appointed as an Independent Director for 5 (five) consecutive years by the shareholders and who will hold office up to October 26, 2026 and who qualifies for being appointed as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for a second term of 5 (five) consecutive years w.e.f. October 27, 2026 up to October 26, 2031.

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

**6. To approve regularization of Additional Director ☐
Mrs Deepali Singla (DIN: 11442242) as a Non-executive Independent Director of the Company.**

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

“RESOLVED THAT Mrs. Deepali Singla (DIN: 11442242), who was appointed as an Additional Director (Non-executive Independent Director) of the Company with effect from December 26, 2025, pursuant to the Articles of Association of the Company and based on the approvals and recommendations of the Nomination and Remuneration Committee and the Board of Directors, and who holds office up to the date of this General Meeting under Section 161(1) of the Companies Act, 2013 (“the Act”), is eligible for appointment as a Director of the Company and be and is hereby appointed as an Independent Director of the Company with the approval of the members of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152, 161(1) and 197 other applicable provisions, if any, of the Companies Act, 2013, read with Schedule IV of the Act (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Mrs. Deepali Singla (DIN: 11442242), who meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible to be appointed as Independent Director of the Company, be and is hereby appointed as Independent Director of the Company for a term of five years commencing December 26, 2025 and that she is not eligible to retire by rotation.

RESOLVED FURTHER THAT any Directors of the Company or Company Secretary be and are hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

7. To Approve Sale And / or Disposal of The Business By Sale of Shares of Subsidiary 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)(a) and other applicable provisions if any, of the Companies Act, 2013, and the relevant rules made thereunder, (including any statutory modifications, amendments or re-enactments of any of them for the time being in force), the Memorandum and Articles of Association of the company and subject to other requisite approvals to the extent necessary as may be required, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as Board) to sell entire **“Upender Metaplast Private Limited.”**, a subsidiary company to Mr. Atul Jain and Mrs. Vandana Jain for Rs.5,00,000/- on such other terms and conditions, if any as may be approved by the Board.

RESOLVED FURTHER THAT for the purpose of implementation of this resolution, any Director or

Company Secretary of the Company be and is hereby authorised to do all such acts, deeds, matter and things, including but not limited to deciding the time, mode, manner, extent of tranches, if required and other terms and conditions of the disinvestment/ sales of the shares as aforesaid, negotiating and finalising the terms of sale/ offer for sale as may be necessary, desirable and expedient to be agreed, and all incidental and necessary steps for and on behalf of the company and to settle all questions or queries that may arise in the course of implementing this resolution.”

Registered Office:

Jeevan Vihar Extension Near,
Shubham Garden, Murthal Road,
Sonapat, Haryana-131001.

Tel: 9883900021

CIN: L24100HR2011PLC114093

Website: <http://www.fabinolife.com>

Email: info@fabinolife.com

On Behalf of The Board of Directors

FOR FABINO ENTERPRISES LTD

(Formerly known as Fabino Life Sciences Ltd.)

Sd/-

Aditya Mahavir Jain

(Chairman & Managing Director)

DIN: 09353344

Date: September 04, 2026

NOTES:

1. The Ministry of Corporate Affairs ("MCA"), via No. 03/2025 dated 22nd September, 2025 read together with General Circular Nos. 09/2024 dated 19th September, 2024, 09/2023 dated 25th September, 2023, 10/2022 dated 28th December, 2022, 02/2022 dated 5th May, 2022, 21/2021 dated 14th December, 2021, 19/2021 dated 8th December, 2021, 02/2021 dated 13th January, 2021, 20/2020 dated 5th May, 2020, 17/2020 dated 13th April, 2020 and 14/2020 dated 8th April, 2020 (collectively referred to as 'MCA Circulars') have permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue.
2. In compliance with the provisions of the Companies Act, 2013 (the "Act") (including any statutory modification or reenactment thereof for the time being in force) read with rules made there under, as amended from time to time, read with MCA Circulars, SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024. and Master Circular No. HO/49/14/14(7)2025-CFDPOD2//3762/2026 dated 30th January, 2026 and pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended, the 15th Annual General Meeting of the Company is scheduled to be held on Tuesday, September 29, 2026, at 12:30 P.M. (IST) through VC/OAVM. The deemed venue for the AGM shall be the registered office of the Company.

Details of Directors retiring by rotation/seeking appointment/ re-appointment at the ensuing meeting are provided in the explanatory statement annexed to the Notice pursuant to the provisions of (i) Regulation 36(3) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, forms integral part of the notice as 'Annexure A,'.

3. **PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A**

MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA/SEBI CIRCULARS THROUGH VIDEO CONFERENCE (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”), THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXY BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM, AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP ARE NOT ANNEXED TO THIS NOTICE.

4. Corporate members intending to send their authorized representative(s) to attend the AGM through VC/OAVM or to vote through remote e-voting are requested to send to the Company/Scrutinizer a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorized under the said Board Resolution to attend and vote on their behalf at the Meeting through VC/OAVM.
5. In compliance with the Ministry of Corporate Affairs ("MCA") Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose e-mail address is registered with the Company/ Depository Participants (DPs). Members whose e-mail address is not registered with the Company/ DPs, physical copies of Annual Report 2025-26 are being sent by the modes permitted under the Act. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website at : <https://www.fabinolife.com/> and website of the stock exchange i.e. Bombay Stock Exchange Limited at <https://www.bseindia.com> and AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com

6. For receiving all communication (including Annual Report) from the Company electronically:

Members holding the shares in physical mode and who have not registered / updated their e-mail address with the Company are requested to register/ update the same by writing to the Registrar and Transfer Agent of the Company viz. **Bigshare Services Private Limited** Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, Tel: 022-62638200, e-mail: investor@bigshareonline.com

Members holding the shares in dematerialized mode are requested to register / update their e-mail address with the relevant Depository Participant.

Members desiring any further information on the business to be transacted at the meeting should write to the company at least 15 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.

7. Details of Directors retiring by rotation/seeking appointment/ re-appointment at the ensuing Meeting are provided in the explanatory statement annexed to the Notice pursuant to the provisions of (i) Regulation 36(3) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India, forms integral part of the notice as ‘**Annexure – A**’.
8. In case of joint holders attending the Meeting, the first holder as per the Register of Members of the Company will be entitled to vote
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act and other documents as referred in the Notice will be available for electronic inspection by the Members without any fee, up to the date of the AGM. Members seeking to inspect such documents can send an email to the Company at info@fabinolife.com.

10. The Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, September 22, 2026 to Monday, September 28, 2026** (both days inclusive).
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination and power of attorney, Bank Mandate details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP in case the shares are held in electronic form, and to the RTA in case the shares are held in physical form.
12. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
13. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are therefore, and requested to submit their PAN to their Depository Participants with whom they maintain their Demat Accounts. Members holding shares in physical form and submit their PAN to the Company/ RTA viz. Bigshare Services Private Limited.
14. All documents referred to in the Notice will be available for electronic inspection by the Members without any fee, up to the date of the AGM. Members seeking to inspect such documents can send an email to the Company at info@fabinolife.com.
15. Mr. Vivek Rawal, Practicing Company Secretary (Membership No. A43231) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
16. The facility for voting through the electronic voting (e-voting) system shall be made available at the AGM and Members attending the Meeting through VC/OAVM who have not already cast their vote by remote e-voting shall be able to exercise their right to vote at the Meeting through the e-voting system.
17. Since the AGM is being held through Video Conference ("VC") / Other Audio-Visual Means ("OAVM") pursuant to the MCA/SEBI Circulars, the requirement of physical attendance of Members has been dispensed with and, accordingly, the Attendance Slip, Proxy Form and Route Map are not applicable and are not annexed to this Notice.

A. Voting through electronic means:

1. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at Annual General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
2. The facility for voting through the e-voting system shall be made available at the AGM and the members attending the Meeting through VC/OAVM who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the Meeting through the e-voting system.
3. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

4. The remote e-voting period commences on **Friday, September 25, 2026 (9:00 A.M.)** and ends on **Monday, September 28, 2026 (5:00 P.M.)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Tuesday, September 22, 2026** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
5. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date **Tuesday, September 22, 2026** of any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Tuesday, September 22, 2026**.
6. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice electronically and holding shares as of the cut-off date i.e. **Tuesday, September 22, 2026** may obtain the login ID and password by sending a request at evoting@nsdl.co.in.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

7. 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 and joining virtual meeting for Individual shareholders holding securities in demat mode

- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting

	period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period.

	Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting 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:

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user 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.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on 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 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
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 jigar.gandhi@jngandco.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User](#)

[Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to at 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 info@fabinolife.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 info@fabinolife.com. If you are an Individual shareholders 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
 3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
 4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
1. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 2499 7000 or send a request at evoting@nsdl.com.
 2. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through the e-voting system.
 3. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of the scrutinizer, by use of the e-voting system, for all those Members who are attending the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility.
 4. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days from the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 5. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company <https://www.fabinolife.com/> and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

6. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website and on the website of the Company's RTA. It may be noted that any service request can be processed only after the folio is KYC compliant. SEBI vide its notification dated 24th January, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.
7. All queries relating to Share Transfer and allied subjects should be addressed to:

Bigshare Services Private Limited
E-23 , Ansa Industrial Estate Saki
Vihar Road, Saki Naka
Andheri (E) Mumbai – 400072

Registered Office:

Jeevan Vihar Extension Near,
Shubham Garden, Murthal Road,
Sonipat, Haryana-131001.

Tel: 9883900021

CIN: L24100HR2011PLC114093

Website: <http://www.fabinolife.com>

Email: info@fabinolife.com

On Behalf of The Board of Directors
FOR FABINO ENTERPRISES LTD
(Formerly known as Fabino Life Sciences Ltd.)

Sd/-
Aditya Mahavir Jain
(Chairman & Managing Director)
DIN: 09353344
Date: September 04, 2026

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO 04**

This Explanatory Statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), though statutorily not required in terms of Section 102 of the Act.

The Board in its meeting held on September 04, 2026, on the recommendation of Audit Committee, has approved the re-appointment of M/s D G M S & Co, Chartered Accountants (Firm Registration No. 0112187W), as the Statutory Auditors of the Company to hold office from the conclusion of the Fifteenth AGM till the conclusion of the Twentieth AGM of the Company to be held in the year 2031.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') has, based on the recommendation of the Audit Committee, proposed the reappointment of M/s D G M S & Co as the Statutory Auditors of the Company, to hold office from the conclusion of the Fifteenth AGM till the conclusion of the Twentieth AGM of the Company to be held in the year 2031, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors.

M/s D G M S & Co have consented to their re-appointment as the Statutory Auditors and have confirmed that the re-appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder. M/s D G M S & Co is registered in Mumbai.

The Board, in consultation with the Audit Committee shall approve the remuneration of the Statutory Auditors for the remaining part of the tenure. Besides the audit services, the Company would also obtain certifications from the Statutory Auditors under various statutory regulations and certifications required by clients, banks, statutory authorities, audit related services and other permissible non audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company in the Resolutions as Item No. 4.

ITEM NO 05

Pursuant to the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Tesu Alakh (DIN: 07300250) was appointed as a Non-Executive Independent Director of the Company for a first term of 5 (Five) consecutive years with effect from October 27, 2021 up to October 26, 2026.

Based on the recommendation of the Nomination and Remuneration Committee, after verifying the profile and suitability of Mrs. Tesu Alakh (DIN: 07300250), the Committee and the Board have proposed the re-appointment of Mrs. Tesu Alakh (DIN: 07300250) as an Independent Director of the Company for a second term of 5 (Five) consecutive years commencing from October 27, 2026 up to October 26, 2031.

Mrs. Tesu Alakh, aged about 51 years, is a Non-Executive Independent Director of our Company. She was appointed on the Board of the Company w.e.f. October 18, 2021 and was regularised as a Non-Executive Independent Director with effect from October 27, 2021. She holds a Bachelor's degree in Science and a Master's degree in English Literature from Pt. Ravishankar Shukla University, Raipur, Madhya Pradesh, obtained in 1995 and 1997 respectively. She has over 19 years of experience, having previously been associated with Idea Telecommunications Limited as Secretary & Coordinator to the CEO, NIIT as a Career Advisor, Model English School as an English & Computer teacher, and Arena Multimedia as a Marketing Officer cum Career Advisor. She is presently a Partner at Investmitraa Finserv IMF LLP, where she looks

after the finance function, and also works independently in the insurance sales domain.

The Company has received from Mrs. Tesu Alakh (DIN: 07300250) (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that she meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

In the opinion of the Board, Mrs. Tesu Alakh fulfils the conditions for her re-appointment as an Independent Director as specified in the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. She is independent of the Management and possesses appropriate skills, experience and knowledge.

Brief resume of Mrs. Tesu Alakh along with other information as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, is provided at the end of this Notice as Annexure A.

The Board recommends the Special Resolution as set out in Item No. 4 of the accompanying Notice for approval by the shareholders of the Company. Except Mrs. Tesu Alakh, to the extent of her own re-appointment, and her relatives (to the extent of their shareholding, if any, in the Company), none of the other Directors or Key Managerial Personnel of the Company, or their relatives, are, in any way, concerned or interested, financially or otherwise, in the said resolution.

ITEM NO 06

The Board of Directors, based on the recommendation of Nomination and Remuneration Committee had appointed Mrs. Deepali Singla (DIN: 11442242), as an Additional Director (Non-Executive and Independent Director) at their meeting held on December 26, 2025, with immediate effect, pursuant to the Section 161(1) and other applicable provisions of the Companies Act, 2013. Mrs. Deepali Singla, being eligible, is proposed to be appointed as a Non-Executive and Independent Director for a term of five years till December 25, 2030.

Mrs. Deepali Singla holds a Bachelor of Commerce and LLB degree and is a law graduate with over 6 years of professional experience as an Associate at UnitedLex, specializing in document review, redactions and regulatory compliance for legal and regulatory matters. She possesses strong expertise in Corporate Law, Legal Research and Drafting, and Regulatory & Compliance Review, supported by internships with reputed law firms and senior advocates, including practice exposure at the Supreme Court and Delhi High Court.

She brings a meticulous, detail-oriented approach to legal compliance and corporate governance. She is committed to upholding regulatory standards and supporting the Board in making well-informed, compliant decisions.

The Company has received the following from Mrs. Deepali Singla:

- (a) Consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014.
- (b) Intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Subsection (2) of Section 164 of the Companies Act, 2013.
- (c) A declaration to the effect that she meets the criteria of independence as provided in the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
- (d) The declaration of independence from an Independent Director is given under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of independence specified under Section 149(6)

of the Act.

The resolution seeks the approval of members for the appointment of Mrs. Deepali Singla as a Non-Executive, Independent Director of the Company pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made there under. She is not liable to retire by rotation.

A copy of the draft Letter of Appointment for Directors, setting out terms and conditions of appointment of Non-Executive and Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members. The details of Mrs. Deepali Singla are provided in the “Annexure A” to the Notice

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company in the Resolution as Item No. 6.

ITEM NO 07:

The company proposes to sell its entire investment of 50,000 equity shares of Face Value Rs. 10/- each in Upendar Metaplast Private. Ltd., which is a subsidiary Company of the Fabino Enterprises Limited to Mr. Atul Jain and Mrs. Vandana Jain, the Board feels that's its prudent to withdraw investment from the wholly owned Subsidiary and considers the proposed disinvestment in the best interest of the Company.

Such disinvestment will amount to sale of substantial interest in undertaking by the Company, your Directors propose resolution under section 180(1)(a) of the Companies Act, 2013 for the approval of the shareholders. The Company at the same time is in the process of scoping other viable projects and business opportunities. Members of the Company are further requested to note that Section 180(1)(a) of the Companies Act, 2013 mandates that the Board of Directors of the company shall exercise the power to sell the company, only with the approval of the members of the Company by way of a special resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the passing of the Resolution at Item No 07 of the accompanying Notice except to the extent of their shareholding in the company.

Annexure – A

The relevant details of directors who is proposed to be appointed and re-appointed as directors of the Company, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Company Secretaries of India are as under;

PARTICULARS	Mr. Arihant Jain	Mrs. Tesu Alakh	Mrs. Deepali Singla
Current Position	Non-Executive Non-Independent (Liable to retire by rotation)	Non-Executive Independent Director	Additional (Non-Executive) Director designated as Independent Director (proposed to be appointed as Independent Director pursuant to this resolution)
Age:	33 years	52 years	32 years
Qualification & Experience:	He has completed his Bachelors of Technology in Information Technology in the year 2014 from ITM University and further completed Master of Business Administration in the year 2016 from The ICFAI Foundation for Higher Education. He was associated with ICICI bank as a Marketing and Research Analysis. He is currently in his family business of Stainless Steel and also engaged in Import of Dry Fruits & Nuts like Almonds, Walnuts, etc. He has an overall experience of over 10 years.	B.Sc. and Master's in English Literature from Pt. Ravishankar Shukla University, Raipur (1995 and 1997 respectively). Possesses over 15 years of overall experience; previously associated with Idea Telecommunications Limited (Secretary & Coordinator to CEO), NIIT (Career Advisor), Model English School (English & Computer Teacher) and Arena Multimedia (Marketing Officer cum Career Advisor). Currently a freelancer for selling of insurance and Partner at Investmitraa Finserv IMF LLP, looking after its finance function.	B.Com, LLB. Associate at UnitedLex with over 6 years of professional experience in document review and redactions for legal and regulatory matters, supported by internships with leading law firms and senior advocates, including practice exposure at the Supreme Court and Delhi High Court.
Expertise in specific functional areas	He uses his Marketing & Research skill to guide the working of the company.	Finance, Insurance and General Business Advisory	Corporate Law, Legal Research and Drafting, and Regulatory & Compliance Review
Date of first Appointment:	January 14, 2021	October 18, 2021 (appointed as Additional Non-Executive Independent Director); regularised as Non-Executive Independent Director on October 27, 2021	December 26, 2025 (appointed as Additional Director)
Terms and Conditions of Appointment:	NA	Re-appointment as Non-Executive Independent Director for a second term of five years, not liable to retire by rotation (first term of five years concluding October 26, 2026)	Proposed to be appointed as Independent Director for a term of five years pursuant to this resolution, not liable to retire by rotation; holds office as Additional Director up to the date of this Annual General Meeting

Number of Board Meetings attended during the year:	Attended all the Board Meetings held till date in F.Y 2024-25	Attended all meetings	Attended all meetings post appointment
Shareholding in the Company:	NIL	Nil, as disclosed in the Company's Prospectus	Nil
Relationship with Other Directors:	Not related to any other Director or Key Managerial Personnel of the Company	Not related to any other Director or Key Managerial Personnel of the Company	Not related to any other Director or Key Managerial Personnel of the Company
Other Directorships:	JPJ Offshores Private Limited	Skippers India Markcons Private Limited	None
Memberships / Chairmanship of Committees:	He is Member in Nomination and Remuneration Committee and Chairman in Stakeholder Relationship Committee	Chairman – Audit Committee; Chairman – Nomination and Remuneration Committee	Member – Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee (w.e.f. December 26, 2025)