SARVESHWAR FOODS LIMITED

CIN: L15312JK2004PLC002444
Regd. Off.: Sarveshwar House, Below Gumat, Jammu, (J&K) – 180001
E-mail: cs@sarveshwarrice.com **Contact No.: 01923-220962**

Ref no.: …………….. **Date: 05-09-2026**

Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra- Kurla Complex
Bandra (E), Mumbai 400051

Symbol: SARVESHWAR

Listing Compliance Department
BSE Limited
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400001

Scrip Code: 543688

Sub: Outcome of Board Meeting held on Saturday, September 05, 2026.

Dear Sir/Madam,

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company in their meeting held today i.e Saturday, September 05, 2026, *inter-alia*:

1. Approved the Annual Report along with Board of Director's Report, Corporate Governance Report, Management Discussion and Analysis Report, Notice of Annual General Meeting, Cut-off date.

2. Approval for Appointment of Mr. Suresh Kumar Pillay, Practising Company Secretary to act as Scrutinizer for the e-voting for the AGM.

3. Approved Re-appointment of Mr. Anil Kumar and Mr. Mahadeep Singh Jamwal as they are retiring by rotation.

   The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November,2024 are provided in **Annexure-1 and Annexure-2.**

4. Approved the Re-appointment of Mr. Mahadeep Singh Jamwal as the Executive Director of the company for the term of one-year w.e.f 03rd March ,2027, on the recommendation of Nomination and remuneration committee, subject to the approval of shareholders of the company at the ensuring Annual General Meeting.

   The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November,2024 are provided in **Annexure-2.**

5. Approved the Re-appointment of Mr. Pradeep Kumar Sharma as the Independent Director of the Company for the term of one-year w.e.f 03 September,2027 on the recommendation of Nomination and Remuneration Committee, subject to the approval of shareholders of the company at the ensuring Annual General Meeting.

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The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November,2024 are provided in **Annexure 3.**

6. to augment the long-term financial resources of the Company, considered and approved, subject to shareholders' approval and other statutory approvals, fund raising by way of Issue and allotment of up to 22,25,00,000 (Twenty -Two Crore Twenty-five Lakh) fully Convertible Warrants ('Warrants') of face value of Rs. 1/- each, carrying a right

   exercisable by the Warrant holder to subscribe to one Equity Share per Warrant to persons belonging to 'Promoter & Promoter Group' and 'Non-Promoter, Public Category' on preferential basis, at an issue price of Rs. 3.80/- (Rupees Three point Eight Only) per Warrant, in accordance with provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and applicable provisions of Companies Act, 2013 and rules made thereunder, aggregating to Rs. 84,55,00,000/- (Rupees Eighty Crore Fifty-Five Lakhs only) for cash. The names of the proposed allottees of Warrants, to be allotted on preferential basis, are as per **Annexure 5** attached herewith.

The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November,2024 are provided in **Annexure-4.**

7. **Approved the introduction and implementation of the 'Sarveshwar Foods Limited – Employees Stock Option Scheme 2026' ("SFL-ESOS 2026" or "Scheme")**

   a) approved the introduction and implementation of the 'Sarveshwar Foods Limited – Employees Stock Option Scheme 2026' ("SFL-ESOS 2026" or "Scheme"), pursuant to the recommendation of the Nomination and Remuneration Committee, subject to the approval of the members of the Company and such other approvals as may be required under applicable laws. The SFL-ESOS 2026 has been formulated in accordance with Section 62(1)(b) of the Companies Act, 2013 read with the applicable rules made

      thereunder, and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB & SE Regulations"). The Scheme is proposed to be implemented through the direct primary issuance route, without constitution of an employee benefit/ESOP trust;

   b) approved the draft notice of the ensuing Annual General Meeting of the Company, together with the explanatory statement, for seeking the approval of the members by way of special resolution(s) for:

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i) approval and implementation of the SFL-ESOS 2026 under Section 62(1)(b) of the Companies Act, 2013 read with Regulation 6(1) of the SBEB & SE Regulations;
ii) grant of options under the SFL-ESOS 2026 to the eligible employees and directors of the holding, subsidiary and associate company(ies) of the Company, as required under Regulation 6(3)(c) of the SBEB & SE Regulations; and
iii) enabling approval for grant of options to identified employees equal to or exceeding one per cent of the issued capital of the Company in any one year, as required under Regulation 6(3)(d) of the SBEB & SE Regulations.

The details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November,2024 are provided in **Annexure-7.**

The Board Meeting commenced at 3:00 PM and was concluded at 10:00 PM.

You are requested to take the information on record and oblige.

Thanking you,
Yours Faithfully,

SADHVI SHARMA Digitally signed by SADHVI SHARMA

for **Sarveshwar Foods Limited**
Sadhvi Sharma
Company Secretary and Compliance Officer
Encl:

Ref no.: …………….. **Date: 05-09-2026**

ANNEXURE – 1

Name	Anil Kumar
Date of Birth	10-07-1977
DIN	07417538
Nationality	Indian
Date of first appointment on the Board	28-01-2016
Qualification	Graduation
Experience and Expertise	He has over two decades of experience in purchase and sale of paddy and rice. With excellent strategic Leadership skills, he is associated with the company for quite long and has invested constant efforts in stirring all company's operations, people and ventures in order to maintain and grow business.
Directorship held in other Companies (excluding foreign Companies, Private Companies and Section 8 Companies)	Sarveshwar overseas Limited Himalayan Bio Organic Foods Limited
Chairmanship/ Membership of Committees in other Companies (only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered)	Sarveshwar Foods Limited – Audit Committee – Member Sarveshwar Overseas Limited – Audit Committee – Member Himalayan Bio Organic Foods Limited – Audit Committee – Member Himalayan Bio Organic Foods Limited – Stakeholders Relationship Committee – Member
Relationship with other directors, manager and other key managerial personnel of the Company	Mr. Anil Kumar is not related with other directors, manager and other Key Managerial Personnel of the company
No. of shares held	6000
Number of meetings attended during the year	9
Terms & conditions of appointment/re-appointment	As per earlier appointment as the appointment arises due to retire by rotation.
Remuneration sought to be paid and remuneration last drawn	₹20.00 lacs

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ANNEXURE – 2

Name	Mahadeep Singh Jamwal
DIN	09106268
Nationality	Indian
Date of first appointment on the Board	03/03/2021
Qualification	Graduate
Experience and Expertise	Mr. Mahadeep Singh Jamwal, Executive Director (Corporate Affairs of the Company) hails from Jammu & Kashmir with professional ground as an ex - Superintendent of Police, serving in the Jammu Kashmir Police Department for 36 years in various capacities and ranks from Investigations, Law Order, Insurgency, as Academics and in prime agency for a decade dealing with corruption and miss- use of power "Jammu and Kashmir State Vigilance Commission". His post retirement engagements include Security Officer to Jammu Kashmir Bank, freelance editorial writer for various news papers published from Jammu Kashmir and has established in the society as a social activist and holding President of 'Senior Citizens' Club a registered organization that is especially working towards uplift and empowering folk. He is a man of wits, vision, and compassion with leadership qualities to enhance governing system i.e. the combination of rules, processes and laws by which businesses are operated, regulated and controlled in the corporate world.
Directorship held in other Companies (excluding foreign Companies, Private Companies and Section 8 Companies)	-
Chairmanship/ Membership of Committees in other Companies (only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered)	-
Relationship with other directors, manager and other key managerial personnel of the Company	Mr. Mahadeep Singh Jamwal is not related with other directors, manager and other Key Managerial Personnel of the company
No. of shares held	Nil
Number of meetings attended during the year	5

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Terms & conditions of appointment/re-appointment	Mr. Mahadeep Singh Jamwal is proposed to be re-appointed as an Executive Director of the Company for a further period of one year commencing from 03 March 2027 till 02 March 2028,. The re-appointment shall be subject to the approval of the Members of the Company and other applicable provisions of the Companies Act, 2013 and rules made thereunder.
Remuneration sought to be paid and remuneration last drawn	₹14.40 lacs

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ANNEXURE – 3

Name	Dr. Pradeep Kumar Sharma
Date of Birth	11-01-1955
DIN	06524014
Nationality	Indian
Date of first appointment on the Board	03/09/2022
Qualification	Ph.D.
Experience and Expertise	He has held prestigious positions such as Vice Chancellor of Sher-e-Kashmir University of Agricultural Sciences & Technology, Jammu, and Assistant Director General (Education), ICAR, New Delhi. Dr. Sharma has served as Chief Scientist (Water Management) and Dean of Agriculture and Home Science at reputed national agricultural universities. He has also served as Officer on Special Duty to the Vice Chancellor and Dean of Postgraduate Studies at multiple institutions.
Directorship held in other Companies (excluding foreign Companies, Private Companies and Section 8 Companies)	NIL
Chairmanship/ Membership of Committees in other Companies (only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered)	NIL
Relationship with other directors, manager and other key managerial personnel of the Company	Mr. Sharma is not related with other directors, manager and other Key Managerial Personnel of the company
No. of shares held	NIL
Number of meetings attended during the year	5
Terms & conditions of appointment/re-appointment	He is proposed to be re-appointed as Independent Director of the Company for a period of one year from 03 September 2027 till 2nd September 2028.
Remuneration sought to be paid and remuneration last drawn	Sitting fees only

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ANNEXURE-4

Type of securities proposed to be issued (viz. equity shares, convertibles etc	Fully Convertible Equity Warrants each convertible into equivalent number of fully paid-up equity share of the Company
Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential Allotment
Total number of securities proposed to be issued or the total amount for which the total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Up to 22,25,00,000 Fully Convertible Equity Warrants on Preferential basis to the Promoter and Promoter Group and Non-Promoter Public Category at an issue price of Rs. 3.80/- (Including premium of Rs. 2.80/- per warrant)
Additional Information in case of Preferential Issue:	i) Names of Investors– **Annexure - 5**
	ii) Post Allotment of Securities – details mentioned below as **Annexure - 6**
	iii) In case of Convertibles Securities - Each Warrant would be convertible into equivalent number of fully paid up equity share of face value of Re. 1/- each of the Company at an option of Proposed Allottees, within a maximum period of 18 months from the date of allotment of Warrants. 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 number of Equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.

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ANNEXURE-5

THE NAMES OF THE PROPOSED ALLOTTEES OF WARRANTS, TO BE ALLOTTED ON PREFERENTIAL BASIS TO PROMOTER AND PROMOTER GROUP AND NON-PROMOTER, PUBLIC CATEGORY:

S. No.	Name of the Proposed Allottees	Category	Warrants Quantity
Promoter and Promoter Group			
1.	Rohit Gupta	Promoter	8,00,00,000
Public Category			
2.	Krishan Goyal	Individual	50,00,000
3.	Dipesh Mittal	Individual	50,00,000
4.	Tripta	Individual	25,00,000
5.	Nitin Goel	Individual	50,00,000
6.	Sushila Devi	Individual	50,00,000
7.	Sheetal Bindal	Individual	50,00,000
8.	Sachin Kumar Mittal	Individual	25,00,000
9.	Rattan Mittal	Individual	50,00,000
10.	Nitin Jain	Individual	50,00,000
11.	Sachin Kumar	Individual	25,00,000
12.	Sandeep Mittal & Sons (HUF)	HUF	50,00,000
13.	Salasar Capital Invesco	Partnership Firm	1,50,00,000
14.	Nagendra Chauhan	Individual	25,00,000
15.	Vaishali Sharma	Individual	25,00,000
16.	Lalit Gupta	Individual	25,00,000
17.	PMC Fincorp Limited	Public Listed Company	3,00,00,000
18.	Bridge India Fund	FPI	4,25,00,000
Total			22,25,00,000

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ANNEXURE-6

Category	Pre-preferential issue		Post preferential issue	
	No of Shares	%	No of Shares	%
Promoters and Promoter Group (A)	50,33,72,465	40.8705	58,33,72,465	40.12
Public (B)	72,82,54,004	59.1295	87,07,54,004	59.88
Total (A) + (B)	1,23,16,26,469	100	1,45,41,26,469	100

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ANNEXURE-7

Details of Sarveshwar Foods Limited – Employees Stock Option Scheme 2026 ("SFL-ESOS 2026"):

Brief details of options granted	The SFL-ESOS 2026 contemplates grant of Employee Stock Options to eligible employees (including whole-time and non-executive directors, but excluding independent directors, promoters, members of the promoter group and any director who, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company) of the Company and its holding, subsidiary and associate company(ies), in accordance with the eligibility criteria prescribed under the Scheme and the applicable provisions of the SBEB & SE Regulations. The Scheme will be administered by the Nomination and Remuneration Committee of the Company, which shall act as the compensation committee for the purposes of the SBEB & SE Regulations.
Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes, the SFL-ESOS 2026 has been formulated in accordance with Section 62(1)(b) of the Companies Act, 2013 and the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEB & SE Regulations").
Total number of shares covered by these options	The maximum number of options under the Scheme shall be 1,23,16,265 (One crore twenty-three lakh sixteen thousand two hundred sixty-five only), each exercisable into one equity share, representing approximately 1% (one percent) of the fully diluted paid-up equity share capital of the Company. The maximum number of options grantable to any single eligible employee shall not exceed 24,63,253 (Twenty-four lakh sixty-three thousand two hundred and fifty-three only) options (representing approximately 20% of the Option Pool), and in no case equal to or exceed 1% of the issued equity share capital of the Company at the time of grant in any one year, save with the separate approval of the members by way of special resolution under Regulation 6(3)(d) of the SBEB & SE Regulations.
Pricing formula	The Exercise Price shall be such price as may be determined by the Nomination and Remuneration Committee and/or the Board at the time of each grant in accordance with the Scheme, which may be at a discount to, at par with, or at a premium to the market price of the equity shares

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	on the date of grant, but shall not be lower than the face value of the equity shares.
Options vested	Not applicable at this stage.
Time within which option may be exercised	The Options granted under the Scheme shall vest over a minimum period of one year and a maximum period of eight years from the date of grant, in accordance with Regulation 18 of the SBEB & SE Regulations. The Vested Options may be exercised during the term of employment of the Option Grantee, as set out in the Scheme.
Options Exercised	Not applicable at this stage.
Money realized by exercise of options	Not applicable at this stage.
Options lapsed	Not applicable at this stage.
Variation of terms of options	Any variation of the terms of the Scheme shall be subject to the applicable provisions of the SFL-ESOS 2026, the SBEB & SE Regulations, and, where required, the approval of the members of the Company by way of a special resolution.
Brief details of significant terms	1. The Scheme is proposed to be implemented through the direct primary issuance route, by way of fresh allotment of equity shares by the Company; no secondary acquisition of shares and no constitution of an employee benefit/ESOP trust is contemplated. 2. The equity shares allotted upon exercise of the options will be listed on BSE Limited and National Stock Exchange of India Limited, subject to receipt of in-principle approval under Regulation 28 of the Listing Regulations and compliance with Regulation 10 of the SBEB & SE Regulations. 3. The Nomination and Remuneration Committee shall administer the Scheme and shall act as the Compensation Committee for the purposes of the SBEB & SE Regulations.
Total number of shares arising as a result of exercise of options	1 (One) equity share, for each single Option exercised under the SFL-ESOS 2026 from time to time.

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Subsequent changes/cancellation/exercise of such Options	Not applicable at this stage.
Diluted earnings per share pursuant to issue of equity shares on exercise of Options	Not applicable at this stage.

** all defined terms above under this disclosure are as per SFL-ESOS 2026*