



Date: 12-06-2026

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra East, Mumbai-400051
Scrip Code: MUKKA

BSE Limited
Listing Department
Dalal Street,
Mumbai-400001
Scrip Code: 544135

Dear Sir/Madam

Subject: Postal Ballot Notice

Pursuant to Regulation 30 and 44 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Postal Ballot Notice dated 12th June 2026 along with the explanatory statement. The notice is being sent to those shareholders, who hold equity shares of the Company as on the **cut-off date** i.e. **Wednesday, 10th June 2026**, on their registered e-mail ID with the Depositories/Company for seeking their approval by way of Special Resolution:

1. Issuance of warrants convertible into equity shares of the Company on preferential basis.

Please note that there will be no dispatch of physical copies of Postal Ballot Notice or Forms to the Members of the Company, and no physical Ballot Forms will be accepted by the Company. The remote e-voting period commences on **Saturday, 13th June 2026, at 9.00 a.m.** onwards and ends on **Sunday, 12th July 2026, at 5.00 p.m.** The results of the voting by postal ballot will be announced not later than two working days from the conclusion of the remote e-voting. The Postal Ballot Notice is also available on the website of the Company <https://www.mukkaproteins.com/>.

The Meeting commenced at 11:10 a.m. and concluded at 05:00 p.m.

This is for your information and records.

Thank you,
For **Mukka Proteins Limited**

Mehaboobsab Mahmados Chalyal
Company Secretary & Compliance Officer
Membership No.: A67502

Encl.: as above

Mfrs. & Exporters of Steam Dried Fish Meal, Fish Oil & Fish Soluble Paste

MUKKA PROTEINS LIMITED**Corporate Identity No. (CIN):** L10207KA2010PLC055771**Registered Office:** Mukka Corporate House, Door No. 18-2-16/4, First Cross,
NG Road, Attavara, Dakshina Kannada, Mangaluru – 575001, Karnataka**Tel:** +918244252889 **Email:** investors@mukkaproteins.com **Website:** www.mukkaproteins.com**POSTAL BALLOT NOTICE**

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013, as amended from time to time, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force)]

Commencement of Remote e-voting	End of Remote e-voting
Saturday, 13th June 2026 (9.00 a.m. IST)	Sunday, 12th July 2026 (5.00 p.m. IST)

Dear Members(s),

Notice of Postal Ballot ('Notice') is hereby given to the Shareholders of Mukka Proteins Limited ('the Company'), pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 ('the Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time ('Rules') read with the General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022, and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs ('MCA') (hereinafter collectively referred to as 'MCA Circulars') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('SEBI Listing Regulations'), Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force and as amended from time to time), to transact the following special business as set out in this Notice is proposed for consideration, as appended herein under, by the Shareholders of the Company for passing Resolution through Postal Ballot only by way of voting through electronic means ('Remote e-Voting'):

Sl. No.	Particulars
1.	Issuance of warrants convertible into equity shares of the Company on preferential basis

Pursuant to Sections 102 and 110 and other applicable provisions of the Act, the Statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof is annexed to this Notice of Postal Ballot for your consideration and forms part of this Notice.

In view of the above, please note that the physical copies of the Notice along with the Postal Ballot Forms and pre-paid business reply envelopes are not being sent to the Shareholders.

The Board of Directors of the Company has, in compliance with the Rules, appointed Mr. Chethan Nayak K (FCS 4736, CP 3140) and failing him, Mrs. Ujala Rani (FCS: 11570, CP: 11814) of Chethan

Nayak & Associates, Practising Company Secretaries, as Scrutinizer for conducting this Postal Ballot process through remote e-Voting, in a fair and transparent manner and they have communicated their willingness to be appointed for the said purpose. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Members may note that the MCA Circulars has allowed companies to take all decisions requiring members' approval, other than the items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act and the Rules made thereunder.

In compliance with the aforesaid MCA Circulars and applicable provisions of SEBI LODR Regulations, this Notice is being sent only through electronic mode to those Shareholders whose e-mail IDs are registered with the Company/Depositories/Registrar and Share Transfer Agent ('RTA'). If your e-mail ID is not registered with the Company/Depositories/RTA, please follow the process provided in the Notes to receive this Notice as well as Login ID and Password for participating in the remote e-Voting. The Members who have not registered their e-mail IDs with the Company/ Depositories, can access the Postal Ballot Notice on the website of the Company at <https://www.mukkaproteins.com/>. Members who would like to obtain pdf copy on their e-mail IDs, may write an e-mail to cs@mukkaproteins.com. Pursuant to the MCA Circulars, the Company has not printed the Postal Ballot Notice and hence no hard copies of the Postal Ballot Notice will be sent. Voting through physical ballot papers will not be allowed. The communication of assent/ dissent of the Members will only take place through the remote e-voting facility being offered by the Company instead of physical ballot forms.

The Company has entered into an agreement with Central Depository Services (India) Limited ("CDSL") for availing remote e-voting facility in compliance with the provisions of Section 108 of the Companies Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

In compliance with the provisions of Sections 108 and 110 of the Companies Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI LODR Regulations read with SS-2, the Company is providing remote e-voting facility to all Members to enable them to cast their votes electronically ("e-Voting"). Accordingly, the Company is pleased to offer remote e-Voting facility to all its Shareholders to cast their votes electronically. Shareholders are requested to read the instructions under the section, 'General information and instructions relating to e-Voting in this Notice to cast their votes electronically from their respective locations. Members are requested to follow the procedure as stated in the notes and instructions for casting votes by e-Voting. The e-Voting period shall commence from 9.00 A.M. onwards on Saturday, 13th June 2026 till 5.00 P.M. on Sunday, 12th July 2026. The e-Voting module will be disabled / blocked after the business hours i.e. 5.00 P.M., on Sunday, 12th July 2026 for voting by the Members. Shareholders are requested to cast their votes through the remote e-Voting process not later than 5.00 pm (I.S.T.) on Sunday, 12th July 2026 failing which it will be strictly considered that no vote has been received from the concerned Shareholder.

The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Wednesday, 10th June 2026 i.e., "Cut-Off date", only those Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date will be entitled to cast their votes by e-Voting.

Upon completion of the votes cast through remote e-Voting, the Scrutinizer shall submit report to the Chairman, or any person authorized by him. The result of the Postal Ballot (e-Voting) will be announced within 2 (two) working days from the closure of e-Voting and will be displayed at the registered office of the Company and communicated to BSE Limited and National Stock Exchange of India Limited where the equity shares of the Company are listed. The results along with the Scrutinizer's Report shall also be intimated to the National Stock Exchange of India Limited ('NSE') and BSE Limited ('BSE') (hereinafter collectively referred to as 'Stock Exchanges') where the Equity Shares of the Company are listed and will also be displayed on the Company's website at <https://www.mukkaproteins.com/> as well as on the website of CDSL at www.evotingindia.com. The Resolutions, if passed with the requisite majority through Postal Ballot(e-Voting), shall be deemed to have been passed, on the last date specified for e-voting i.e. Sunday, 12th July 2026. The last date for e-Voting i.e. Sunday, 12th July 2026 shall be deemed to be the effective date of passing of the Resolution as per SS-2.

SPECIAL BUSINESS

ITEM NO. 1: ISSUANCE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS:

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

“RESOLVED THAT pursuant to the provisions of section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the “Act”), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), 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 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date (the “Listing Regulations”), and subject to any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”), the Reserve Bank of India (“RBI”) and/or any other competent authorities (hereinafter referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable and enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority including BSE Limited (“Stock Exchange”), National Stock Exchange of India Limited (“NSE”), MCA and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board of Director (the “Board”) of the Company in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, from time to time, in one or more tranches, up to 2,00,00,000 (Two Crore) Convertible Warrants (“Warrants”), at an issue price of Rs. 23.50/- (Rupees Twenty-Three and Fifty Paise Only) per Warrant, aggregating up to Rs. 47,00,00,000/- (Rupees Forty-Seven Crores Only) (“Total Issue Size”), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value Rs. 1/- (Rupees One only), each at a premium of Rs.22.50/- (Rupees Twenty-Two and Fifty Paise Only) per share for each Warrant within a period of 18 (Eighteen) months from the date of allotment of Warrants, to persons/entities specified below (“Warrant Holder”/ “Proposed Allottees”) belonging to the non-promoter Category of the Company on a preferential basis

(“Preferential Issue”), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

S. No.	Name of Proposed Allottees	Category (Promoter /Non-Promoter)	Maximum number of Convertible Warrants proposed to be allotted
1.	Mr. Irfan Chapra	Non-Promoter	21,75,000
2.	Ms. Reshma Chapra	Non-Promoter	21,75,000
3.	Mr. Vishal Maniar	Non-Promoter	25,00,000
4.	Ms. Payal Maniar	Non-Promoter	12,00,000
5.	Mr. Jasbir Singh Batra	Non-Promoter	5,00,000
6.	Mr. Ranjit Singh Batra	Non-Promoter	5,00,000
7.	Mr. Gurminder Kaur	Non-Promoter	4,00,000
8.	Jasbir Singh And Sons HUF	Non-Promoter	4,00,000
9.	Mr. Sarabdeep Kaur Darshan Singh	Non-Promoter	4,00,000
10.	Ranjit Singh and Sons HUF	Non-Promoter	4,00,000
11.	Multiplex Capital Limited	Non-Promoter	3,50,000
12.	Mr. Hiren Hiralal Shiyal	Non-Promoter	22,50,000
13.	Mr. B A Abdul Nasir	Non-Promoter	22,50,000
14.	Mr. Soofikhan Kalander Asif	Non-Promoter	22,50,000
15.	Mr. B H Rizwan	Non-Promoter	22,50,000

RESOLVED FURTHER THAT pursuant to Regulation 161 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Relevant Date for the purpose of determination of the floor price for the issue of Warrants shall be Friday, June 12, 2026, being 30 days prior to the date deemed to be the date of passing of the Special Resolution through Postal Ballot, i.e. July 12, 2026. In the event the Relevant Date falls on a weekend or a holiday, the day preceding such weekend or holiday shall be considered as the Relevant Date in accordance with the provisions of the SEBI ICDR Regulations.

RESOLVED FURTHER THAT the said Warrants shall be issued and allotted by the Company to the allottees within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or exchanges or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants shall be subject to following terms:

- i. The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialized form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares as aforesaid by the Warrant holder(s) at any time before the expiry of 18 months from the date of allotment of the Warrants.

- ii. Warrant subscription price equivalent to 25% (i.e., the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of the SEBI ICDR Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Equity Shares. A Warrant exercise price equivalent to the 75% of the issue price of the Equity Shares shall be payable by the Warrant holder(s) at the time of exercising the Warrants.
- iii. The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
- iv. The respective Warrant Holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into the designated bank account of the Company and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application.
- v. In the event the Warrant holder(s) does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- vi. The Warrants and the Equity Shares arising out of the conversion of such Warrants shall be subject to the lock-in requirements specified under Regulation 167 and other applicable provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.
- vii. The Warrants by itself, until exercised and converted into Equity Shares, shall not give to the Warrant Holders thereof any rights with respect to that of an Equity shareholder of the Company.

RESOLVED FURTHER THAT the pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI ICDR Regulations.

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

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

RESOLVED FURTHER THAT the Board be and is hereby authorised 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 in the Warrants held by the Warrant holder(s).

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose to give effect to the above resolution, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the above mentioned Preferential offer(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), making applications to Stock Exchange for obtaining of in- principle approval, filing of requisite documents with the Registrar of Companies, Karnataka (“ROC”), National Securities Depository Limited (“NSDL”), Central Depository Services (India) Limited (“CDSL”) and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders 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 of the Company 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 and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the Warrants or Equity Shares 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 or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolution is hereby approved, ratified and confirmed in all respects.”

**By order of the Board of Directors
For Mukka Proteins Limited**

**Date: 12-06-2026
Place: Mangalore**

**Sd/-
Company Secretary
Mehaboobsab Mahmadvous Chalyal
Membership No.: A67502**

NOTES:

1. The relevant explanatory statement pursuant to the provisions of Section 102(1) of the Act, Secretarial Standards - 2 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, wherever applicable, setting out the material facts and reasons is annexed herewith.
2. The Ministry of Corporate Affairs (“MCA”) vide MCA Circulars, has permitted companies to conduct the postal ballot by sending the notice in electronic form only. Accordingly, physical copy of the Notice of Postal Ballot along with Postal Ballot Form and pre-paid Business Reply Envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of e-voting only.
3. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide facility of e-voting, to enable its Members to cast their votes electronically in respect of the resolutions as set out in this Notice of Postal Ballot (‘Notice’). The Company has engaged the services of CDSL to provide e-voting facility to its Members.
4. As required by Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI LODR Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in the English language) and one Kannada daily newspaper circulating in Dakshina Kannada District, Karnataka (in vernacular language, i.e. Kannada)
5. In conformity with the regulatory requirements, the Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on Wednesday, 10th June 2026 (“Cut-off Date”), and who have registered their e-mail IDs with the Company or with the Depositories. Members may note that this Notice will also be available on the Company’s website at <https://www.mukkaproteins.com/> and on the website of CDSL at www.evotingindia.com.
6. Voting rights will be reckoned on the paid-up value of shares registered in the names of the Members on Cut-off Date i.e. Wednesday, 10th June 2026. Only those Members whose names are recorded in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on the Cut-off Date will be entitled to cast their votes.
7. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-Voting i.e. Sunday, 12th July 2026. Further, resolutions passed by the Members through e-Voting are deemed to have been passed effectively at a general meeting.
8. Members can vote on the Resolutions only through e-voting. E-voting will commence at 9:00 A.M. (IST) on Saturday, 13th June 2026 and will end at 5:00 P.M. (IST) on Sunday, 12th July 2026. During this period, Members holding shares either in physical form or in dematerialized form, as on Wednesday, 10th June 2026, i.e. Cut-off Date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a

resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.

9. The Company hereby requests all its Members to register/ update their e-mail IDs, if not yet registered/updated, to promote green initiative and to enable the Company to provide all communications to the Members through e-mail.

Eligible Members are required to provide their e-mail IDs to cs@mukkaproteins.com before 5:00 P.M. (IST) on Sunday, 12th July 2026, pursuant to which any Member may receive on the e-mail address provided by the Member, the Notice and the procedure for e-voting. Members holding shares of the Company in electronic form can verify/update their email address and mobile number with their respective DPs.

10. The Board of Directors has appointed Mr. Chethan Nayak K (FCS: 4736, CP: 3140) and failing him, Mrs. Ujala Rani (FCS: 11570, CP: 11814) of Chethan Nayak & Associates, Practising Company Secretaries, to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of e-voting will be final.
11. All the documents referred to in this Notice and Explanatory Statement will be available for inspection by the Members between 11.00 A.M. and 1.00 P.M. on all working days, except Saturdays & Sundays, from the date hereof until the last date of e-voting. Members seeking to inspect such documents can send a request over an e-mail to cs@mukkaproteins.com.

THE INSTRUCTIONS FOR REMOTE E-VOTING:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on Saturday, 13th June 2026 and ends on Sunday, 12th July 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, 10th June 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 or joining virtual meeting & voting during the meeting. 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 & My Easi New (Token) 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 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, users 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 with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is 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 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected</p>

Participants (DP)	to e-Voting service provider website for casting your vote during the remote e-Voting period.
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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. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
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.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (iv) Login method for Remote e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
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- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN of “**MUKKA PROTEINS LIMITED**” on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@mukkaproteins.com (designated email address by company), if

they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

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

ITEM NO. 1: ISSUANCE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS:

The Company requires additional funds to meet its working capital requirements, support business expansion initiatives and for general corporate purposes. In order to augment the long-term financial resources of the Company and strengthen its capital base, the Board of Directors has considered various fundraising alternatives and has identified the preferential issue of convertible warrants as a cost-effective and time-efficient mode of raising capital.

Accordingly, the Board of Directors of the Company, at its meeting held on Friday, June 12, 2026, approved, subject to the approval of the Members and such other statutory and regulatory approvals as may be required, the issuance of up to 2,00,00,000 (Two Crore) Convertible Warrants ("Warrants"), each convertible into or exchangeable for one Equity Share of the Company, on a preferential basis to the proposed allottees in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and other applicable laws.

Pursuant to the provisions of Sections 23(1)(b), 42 and 62(1)(c) of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and Chapter V of the SEBI ICDR Regulations, the proposed preferential issue of Warrants requires the approval of the Members of the Company by way of a Special Resolution.

The disclosures as required under Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014, Chapter V of the SEBI ICDR Regulations and other applicable provisions of law in relation to the proposed Preferential Issue are set out hereunder:

a) Particulars of the Preferential Issue including date of passing of Board resolution

The Board of Directors of the Company, at its meeting held on Friday, June 12, 2026, subject to the approval of the Members of the Company and such other statutory, regulatory and governmental approvals, permissions and sanctions as may be required, approved the issuance and allotment, in one or more tranches, of up to 2,00,00,000 (Two Crore) Convertible Warrants ("Warrants"), at an issue price of Rs. 23.50/- (Rupees Twenty-Three and Fifty Paise Only) per Warrant, aggregating up to Rs. 47,00,00,000/- (Rupees Forty-Seven Crores Only) ("Total Issue Size").

Each Warrant shall carry a right exercisable by the Warrant Holder to subscribe to and be allotted 1 (One) fully paid-up Equity Share of the Company having a face value of Rs. 1/- (Rupees One Only) each at a premium of Rs. 22.50/- (Rupees Twenty-Two and Fifty Paise Only) per Equity Share, within a period of 18 (Eighteen) months from the date of allotment of the Warrants.

The Warrants are proposed to be issued on a preferential basis to the persons/entities identified in this Notice ("Proposed Allottees"), belonging to the Non-Promoter Category of the Company, for cash consideration payable through banking channels/electronic modes, and on such terms and conditions as

may be determined by the Board in accordance with the provisions of the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws.:

S. No.	Name of Proposed Allottees	Category (Promoter /Non-Promoter)	Maximum number of Convertible Warrants proposed to be allotted
1.	Mr. Irfan Chapra	Non-Promoter	21,75,000
2.	Ms. Reshma Chapra	Non-Promoter	21,75,000
3.	Mr. Vishal Maniar	Non-Promoter	25,00,000
4.	Ms. Payal Maniar	Non-Promoter	12,00,000
5.	Mr. Jasbir Singh Batra	Non-Promoter	5,00,000
6.	Mr. Ranjit Singh Batra	Non-Promoter	5,00,000
7.	Mr. Gurminder Kaur	Non-Promoter	4,00,000
8.	Jasbir Singh And Sons HUF	Non-Promoter	4,00,000
9.	Mr. Sarabdeep Kaur Darshan Singh	Non-Promoter	4,00,000
10.	Ranjit Singh and Sons HUF	Non-Promoter	4,00,000
11.	Multiplex Capital Limited	Non-Promoter	3,50,000
12.	Mr. Hiren Hiralal Shiyal	Non-Promoter	22,50,000
13.	Mr. B A Abdul Nasir	Non-Promoter	22,50,000
14.	Mr. Soofikhan Kalandar Asif	Non-Promoter	22,50,000
15.	Mr. B H Rizwan	Non-Promoter	22,50,000

b) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued

The Company proposes to create, offer, issue and allot, in one or more tranches, up to 2,00,00,000 (Two Crore) Convertible Warrants ("Warrants"), on a preferential basis to the proposed allottees identified by the Board.

Each Warrant shall carry a right exercisable by the Warrant Holder to subscribe to and be allotted 1 (One) fully paid-up Equity Share of the Company having a face value of Rs. 1/- (Rupees One Only) each, at an issue price of Rs. 23.50/- (Rupees Twenty-Three and Fifty Paise Only) per Warrant, comprising a face value of Rs. 1/- (Rupees One Only) each at a premium of Rs. 22.50/- (Rupees Twenty-Two and Fifty Paise Only) per Equity Share upon conversion.

The aggregate consideration for the proposed Preferential Issue shall be up to Rs. 47,00,00,000/- (Rupees Forty-Seven Crores Only), assuming full subscription and conversion of all the Warrants into Equity Shares in accordance with the terms of the issue and the applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.

c) Purpose/Object of the preferential issue

The Company proposes to raise funds by way of a preferential issue of Convertible Warrants in order to augment its financial resources and strengthen its capital base. The proceeds of the proposed Preferential Issue are intended to be utilized towards meeting the Company's working capital requirements, funding business expansion plans, supporting growth initiatives and for other general corporate purposes, as may be permitted under applicable laws.

Considering factors such as cost efficiency, certainty of funding, flexibility and the time required for execution, the Board of Directors is of the view that the proposed Preferential Issue represents an appropriate and efficient mode of raising additional capital for the Company.

Accordingly, the Board has approved raising funds of up to Rs. 47,00,00,000/- (Rupees Forty-Seven Crores Only) through the issuance of up to 2,00,00,000 (Two Crore) Convertible Warrants on a preferential basis to the proposed allottees belonging to the Non-Promoter Category of the Company.

The funds proposed to be raised through the Preferential Issue shall be utilized for the aforesaid purposes in such manner and proportion as may be determined by the Board from time to time, subject to applicable laws and regulatory requirements. The proposed infusion of funds is expected to support the Company's growth plans, improve its financial flexibility and facilitate the achievement of its business objectives.

d) Basis on which the price has been arrived at along with report of the Registered Valuer

The Equity Shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). The Equity Shares of the Company are frequently traded in accordance with Regulation 164 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"). NSE, being the Stock Exchange having higher trading volume in respect of the Equity Shares of the Company during the relevant period, has been considered for determining the issue price.

In terms of Regulation 164(1) of the SEBI ICDR Regulations, the floor price of the Equity Shares to be allotted upon conversion of the Convertible Warrants has been determined on the basis of the higher of:

- a) Rs. 23.17 per Equity Share, being the 90 Trading Days' Volume Weighted Average Price ("VWAP") of the Equity Shares of the Company quoted on NSE preceding the Relevant Date; or
- b) Rs. 22.26 per Equity Share, being the 10 Trading Days' VWAP of the Equity Shares of the Company quoted on NSE preceding the Relevant Date.

Accordingly, the floor price determined under Regulation 164(1) of the SEBI ICDR Regulations is Rs. 23.17 per Equity Share.

The Company confirms that its Articles of Association do not contain any restrictive provisions relating to preferential issue of securities and do not prescribe any specific method for determination of price in case of a preferential issue.

Further, the Company has obtained a valuation report from Ms. Kavita Joshi, Chartered Accountant (Membership No. 190551) and Registered Valuer (IBBI Registration No. IBBI/RV/06/2025/15868), having her office at 303, Building No. 9, Phase-I, Vardhaman Vatika Complex, Vasind, Taluka Shahapur, Thane – 421601.

Accordingly, the issue price has been determined as the higher of:

- (i) the price determined in accordance with Regulation 164(1) of the SEBI ICDR Regulations, being Rs. 23.17 per Convertible Warrant; and

(ii) the price determined based on the valuation report of the Registered Valuer, being Rs. 23.17 per Convertible Warrant.

Accordingly, the floor price for the proposed preferential issue has been determined at Rs. 23.17 per Convertible Warrant, being the higher of the aforesaid values.

The Board of Directors has approved the issue price of Rs. 23.50/- (Rupees Twenty-Three and Fifty Paise Only) per Convertible Warrant, which is not lower than the floor price determined in accordance with the applicable provisions of Chapter V of the SEBI ICDR Regulations.

The valuation report dated June 12, 2026 issued by Ms. Kavita Joshi, Registered Valuer (IBBI Registration No. IBBI/RV/06/2025/15868), shall be available for inspection by the Members through electronic mode during the period commencing from the date of dispatch of this Notice until the last date of remote e-voting.

The valuation report has been obtained for determining the valuation and pricing of the Convertible Warrants proposed to be issued on a preferential basis in accordance with the applicable provisions of the SEBI ICDR Regulations.

A copy of the valuation report issued by the Registered Valuer shall be available for inspection by the Members through electronic mode during business hours on all working days from the date of dispatch of this Notice up to the last date of remote e-voting, i.e., July 12, 2026.

The valuation report is also available on the website of the Company at <https://mukkaproteins.com/corporate-announcements/> and may be accessed by the Members during the aforesaid period.

e) Regulation 166A of the SEBI ICDR Regulations

The proposed preferential issue, whether considered individually or when aggregated with allotments proposed to be made to the proposed allottee(s) and/or allottee(s) acting in concert, does not exceed 5% of the post-issue fully diluted share capital of the Company. Further, the proposed preferential issue does not result in any change in control of the Company. Accordingly, the provisions of Regulation 166A of the SEBI ICDR Regulations are not applicable.

However, as a matter of abundant caution and good governance, the Company has obtained a valuation report from an Independent Registered Valuer for determination of the issue price of the Convertible Warrants proposed to be issued on a preferential basis.

f) Relevant Date

In accordance with Regulation 161 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Relevant Date for determining the floor price of the Convertible Warrants proposed to be issued on a preferential basis is Friday, June 12, 2026, being 30 (Thirty) days prior to the date on which the Special Resolution is deemed to have been passed by the Members through Postal Ballot, i.e., Sunday, July 12, 2026.

In the event that the Relevant Date falls on a weekend or a holiday, the day preceding such weekend or holiday shall be considered as the Relevant Date in accordance with the provisions of the SEBI ICDR Regulations;

g) Identity of the Proposed Allottees (including the Natural Persons who are the Ultimate Beneficial Owners of the Equity Shares proposed to be allotted and/or who ultimately control), the Percentage of Post-Preferential Issue Capital that may be held by them, Change in Control, if any, consequent to the Preferential Issue and the Current and Proposed Status of the Allottees.

The proposed Preferential Issue of Convertible Warrants is being made to the persons/entities identified by the Board of Directors, all of whom belong to the Non-Promoter Category. The details of the proposed allottees, including their current status, ultimate beneficial owners, pre-issue shareholding, number of Equity Shares proposed to be allotted upon conversion of the Warrants, post-issue shareholding (assuming full conversion of the Warrants) and their proposed status after the Preferential Issue, are provided below:

Sr. No.	Name of the Proposed Allottees	Current Status (Pre Issue Category / Class)	Name of the Natural Persons who are the ultimate beneficial owners	Pre-issue Shareholding		No. of Equity Shares to be issued (Upon Conversion)	*Post Issue/Allotment of Equity Shares		Proposed Status (Post Issue Category / Class)
				No. of Equity Shares	% of holding		No. of Equity Shares	% of holding	
1.	Mr. Irfan Chapra	Non-Promoter	Self	Nil	Nil	21,75,000	21,75,000	0.68%	Non-Promoter
2.	Ms. Reshma Chapra	Non-Promoter	Self	Nil	Nil	21,75,000	21,75,000	0.68%	Non-Promoter
3.	Mr. Vishal Maniar	Non-Promoter	Self	Nil	Nil	2500000	2500000	0.78%	Non-Promoter
4.	Ms. Payal Maniar	Non-Promoter	Self	Nil	Nil	1200000	1200000	0.38%	Non-Promoter
5.	Mr. Jasbir Singh Batra	Non-Promoter	Self	Nil	Nil	5,00,000	5,00,000	0.16%	Non-Promoter
6.	Mr. Ranjit Singh Batra	Non-Promoter	Self	Nil	Nil	5,00,000	5,00,000	0.16%	Non-Promoter
7.	Mr. Gurminde r Kaur	Non-Promoter	Self	Nil	Nil	4,00,000	4,00,000	0.13%	Non-Promoter
8.	Jasbir Singh And Sons HUF	Non-Promoter	Karta of HUF is Mr. Jasbir Singh Batra	Nil	Nil	4,00,000	4,00,000	0.13%	Non-Promoter

9.	Mr. Sarabdeep Kaur Darshan Singh	Non-Promoter	Self	Nil	Nil	4,00,000	4,00,000	0.13%	Non-Promoter
10.	Ranjit Singh and Sons HUF	Non-Promoter	Karta of HUF is Mr. Ranjit Singh Batra	500	0.0001%	4,00,000	4,00,500	0.13%	Non-Promoter
11.	Multiplex Capital Limited	Non-Promoter	UBO - Mr. Praveen Aggarwal	Nil	Nil	3,50,000	3,50,000	0.11%	Non-Promoter
12.	Mr. Hiren Hiralal Shiyal	Non-Promoter	Self	24,000	0.008%	22,50,000	22,74,000	0.71%	Non-Promoter
13.	Mr. B A Abdul Nasir	Non-Promoter	Self	Nil	Nil	22,50,000	22,50,000	0.70%	Non-Promoter
14.	Mr. Soofikhan Kalander Asif	Non-Promoter	Self	Nil	Nil	22,50,000	22,50,000	0.70%	Non-Promoter
15.	Mr. B H Rizwan	Non-Promoter	Self	254055	0.08%	22,50,000	25,04,055	0.78%	Non-Promoter

Note - *Post-issue shareholding has been calculated assuming full conversion of all the Convertible Warrants into Equity Shares and assuming that there is no other change in the paid-up equity share capital of the Company.

Further, the proposed Preferential Issue shall not result in any change in the control or management of the Company. The proposed allottees shall continue to be classified as Non-Promoters both before and after the Preferential Issue.

h) Intention of the promoters/ directors/ or key managerial personnel to subscribe to the offer:

None of the Promoters, members of the Promoter Group, Directors or Key Managerial Personnel of the Company intends to subscribe to the Convertible Warrants proposed to be issued pursuant to the Preferential Issue.

Accordingly, no Promoter, member of the Promoter Group, Director or Key Managerial Personnel of the Company shall participate in the proposed Preferential Issue of Convertible Warrants.

i) the proposed time within which the allotment shall be completed.

As required under the SEBI ICDR Regulations, the preferential issue/allotment of Warrants shall be completed within a period of 15 days of passing the special resolution or such extended time, as may

be approved by the Regulatory Authorities, from the date of approval of the members to the preferential issue, provided that where the said allotment is pending on account of pendency of any approval for such allotment by any Regulatory Authority or Exchanges or any Authority, the allotment shall be completed within a period of 15 days from the date of receipt of such approval.

j) The pre issue and post issue shareholding pattern of the company in the following format:

Sr. No.	Category	Pre-Issue Shareholding		*Post Issue Shareholding (Presuming full conversion of warrants) #	
		No. of equity shares held	% of Shares	No. of equity shares held	% of Shares
A	Promoter & Promoter Group Share holding				
A1	Indian Promoter	22,00,00,000	73.33%	22,00,00,000	68.75%
A2	Foreign Promoter	-	-	-	-
	Sub Total (A)	22,00,00,000	73.33%	22,00,00,000	68.75%
B	Public Share holding				
B1	Institutions	-	-	-	-
B2	Institutions (Domestic) Mutual Funds	-	-	-	-
B3	Institutions (Foreign)	50,88,984	1.70%	50,88,984	1.59%
B4	Central Government / State Government(s)/President of India	-	-	-	
B5	Non-Institutions Investor Education and Protection Fund (IEPF)	-	-	-	
i	Directors and their relatives (excluding independent directors and nominee directors)	-	-	-	
ii	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	6,71,92,313	22.40%	6,71,92,313	21.00%
iii	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	39,44,276	1.31%	2,27,94,276	7.12%
iv	Non-Resident Indians (NRIs)	15,50,932	0.52%	15,50,932	0.48%
v	Bodies Corporate	651,060	0.22%	10,01,060	0.31%
vi	Any Other (including HUFs)	15,72,435	0.52%	23,72,435	0.74%
	Sub Total B=B1+B2+B3+B4+B5	8,00,00,000	26.67%	10,00,00,000	31.25%
	Total Shareholding (A+B)	30,00,00,000	100%	32,00,00,000	100.00%

*The Shareholding details are assuming the full conversion of outstanding warrants.

k) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.

The Company has not made any allotment of securities on a preferential basis during the financial year 2026-27 up to the date of this Notice. Accordingly, no securities have been allotted on a preferential basis and no issue price has been determined or paid in respect of any such allotment during the said period.

l) Principle terms of assets charged as securities.

The Convertible Warrants proposed to be issued pursuant to the Preferential Issue are unsecured in nature and no assets of the Company are proposed to be charged or encumbered in connection with the issue of the Convertible Warrants or the Equity Shares arising upon conversion thereof.

Accordingly, there are no principal terms of assets charged as security that are required to be disclosed pursuant to the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

m) Material terms of raising such securities

The Convertible Warrants proposed to be issued pursuant to the Preferential Issue shall entitle the holders thereof to apply for and be allotted one (1) fully paid-up Equity Share of the Company against each Warrant, upon payment of the balance consideration and exercise of the conversion option within a period of 18 (Eighteen) months from the date of allotment of the Warrants, in accordance with the provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Equity Shares allotted pursuant to the exercise of the Convertible Warrants shall rank pari passu in all respects with the existing Equity Shares of the Company, including with respect to voting rights, dividend entitlement and all other corporate benefits, if any, accruing to the Equity Shareholders of the Company from the date of allotment.

The Convertible Warrants shall be issued and allotted on such other terms and conditions as may be prescribed under the applicable provisions of the Companies Act, 2013, the SEBI ICDR Regulations and other applicable laws.

n) Lock-In Period & Transferability

The Convertible Warrants proposed to be allotted pursuant to the Preferential Issue and the Equity Shares arising upon conversion thereof shall be subject to the lock-in requirements prescribed under Regulation 167 and other applicable provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.

The pre-preferential shareholding, if any, of the Proposed Allottees shall also be subject to lock-in in accordance with the applicable provisions of the SEBI ICDR Regulations.

Further, the entire pre-preferential allotment shareholding of the Proposed Allottees, if any, shall be in accordance with Regulation 167(6) of the SEBI ICDR Regulations granted for the preferentially allotted securities or such other period as may be prescribed under the SEBI ICDR Regulations from time to time.

The Convertible Warrants and the Equity Shares allotted pursuant to their conversion shall be transferable only in accordance with the provisions of the Companies Act, 2013, the SEBI ICDR Regulations, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

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

The proposed Preferential Issue of Convertible Warrants is being made for cash consideration and, accordingly, no justification is required in respect of allotment for consideration other than cash.

However, for the purpose of determining the issue price and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Company has obtained a valuation report from a Registered Valuer. The issue price of the Convertible Warrants has been determined in accordance with the applicable provisions of Chapter V of the SEBI ICDR Regulations and is not less than the floor price prescribed thereunder.

p) Certificate of Practicing Company Secretary

The Certificate issued by Mr. Rajkumar Chandulal Gupta, Practicing Company Secretary, Proprietor of Rajkumar Gupta & Co. (Membership No. 11272; Certificate of Practice No. 18582), certifying that the proposed Preferential Issue of Convertible Warrants is being made in accordance with the requirements of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, shall be available for inspection by the Members through electronic mode during the period of remote e-voting.

The said certificate shall also be made available on the website of the Company at <https://mukkaproteins.com/corporate-announcements/> and shall be accessible to the Members up to the date of declaration of the results of the Postal Ballot.

q) Other disclosures/Undertaking

i. The Company, its Promoters and Directors are not categorized as wilful defaulters by any bank, financial institution or consortium thereof in accordance with the guidelines issued by the Reserve Bank of India and have not been classified as fraudulent borrowers. Accordingly, the disclosures prescribed under Regulation 163(1)(i) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 are not applicable.

ii. None of the Promoters, members of the Promoter Group or Directors of the Company are fugitive economic offenders as defined under the SEBI ICDR Regulations.

iii. The Company is in compliance with the applicable provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Companies Act, 2013 and the rules and regulations made thereunder, including the SEBI ICDR Regulations and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

iv. The Company has obtained the Permanent Account Number (PAN) of the Proposed Allottees, except those allottees who may be exempt from specifying PAN for transacting in the securities market under applicable laws and regulations.

v. The Company has made / shall make an application to BSE Limited and National Stock Exchange of India Limited for obtaining in-principle approval for the proposed Preferential Issue in terms of Regulation 28 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions.

vi. The Company is in compliance with the conditions for continuous listing prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the listing agreements entered into with the Stock Exchanges.

vii. Since the Equity Shares of the Company have been listed on the recognised Stock Exchanges for a period exceeding 90 Trading Days preceding the Relevant Date, the provisions relating to re-computation of issue price under Regulation 164(3) of the SEBI ICDR Regulations are not applicable.

viii. The Proposed Allottees have not sold any Equity Shares of the Company during the 90 Trading Days preceding the Relevant Date. The Company has complied with the requirements of Regulation 159 of the SEBI ICDR Regulations.

ix. The Equity Shares, if any, held by the Proposed Allottees in the Company are in dematerialised form.

x. None of the Promoters or members of the Promoter Group has subscribed to any warrants of the Company during the one year preceding the Relevant Date.

xi. The Company has complied with the applicable provisions of the Companies Act, 2013. The provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013 and the applicable provisions of the SEBI ICDR Regulations require approval of the Members by way of a Special Resolution for issuance of securities on a preferential basis.

The Board of Directors is of the opinion that the proposed Preferential Issue is in the best interests of the Company and its Members and accordingly recommends the Special Resolution set out in Item No. 1 of this Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

**By order of the Board of Directors
For Mukka Proteins Limited**

**Date: 12-06-2026
Place: Mangalore**

**Sd/-
Company Secretary
Mehaboobsab Mahmudgous Chalyal
Membership No.: A67502**