



BHAGWATI AUTOCAST LIMITED

Date: 22nd July, 2026

To,
The Department of Corporate Service,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai-400 001.

Scrip Code – 504646

Dear Sir,

Sub: Notice of 44th Annual General Meeting of the Company.

This is to inform that the 44th Annual General Meeting ("AGM") of the members of Bhagwati Autocast Limited will be held on Friday, the 14th day of August, 2026 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, we hereby enclose the Notice of 44th AGM of the Company which is being sent to the members through electronic mode. The same is also uploaded on the website of the Company at www.bhagwati.com.

We request you to take the same on record.

Yours faithfully,

For, Bhagwati Autocast Limited

Ms. Reena Bhagwati
Managing Director
DIN: 00096280

Encl: a/a

BHAGWATI AUTOCAST LIMITED

NOTICE

NOTICE is hereby given that the **44th Annual General Meeting** (AGM) of the members of Bhagwati Autocast Limited will be held on **Friday, the 14th day of August, 2026** at 11:00 am (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) to transact the following businesses.

Ordinary Business :

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2026 and the report of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares for the financial year ended 31st March, 2026.
3. To appoint director in place of Ms. Reena Bhagwati (DIN:00096280), who retires by rotation and being eligible offered himself for re-appointment.
4. Appointment of Statutory Auditors and fix their remuneration:

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded, to appoint M/s. TRS & Associates, Chartered Accountants, Ahmedabad, (Firm Registration No. 141126W) as Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of 49th AGM of the Company to be held in the calendar year 2031 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

Special Business :

5. **To approve and ratify the remuneration of Cost Auditor.**

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

RESOLVED THAT pursuant to provisions of Section 148 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the members be and is hereby accorded to ratify the payment of remuneration of Rs. 82500/- (Rupees Eighty Two Thousand Five Hundred Only) p.a. (exclusive of taxes / charges) plus re-imbursement of out of pocket expense incurred on behalf of the Company, if any for the financial year ending on 31st March, 2027 to M/s. Kiran J. Mehta & Co., Cost Accountants (FRN: 000025), Ahmedabad who were appointed by the board of directors as cost auditors to conduct the audit of cost records maintained by the Company pertaining to products manufactured by the Company for the financial year ended on 31st March, 2027.

6. **Regularization of Additional Director, Mr. Prakash Dalal (DIN: 09166092) as Director of the company.**

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“Resolved that pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) and pursuant to the notice received under section 160 of the Act and recommendation of Board of Directors of the Company and in line with the Articles of Association of the Company, Mr. Prakash Dalal (DIN: 09166092), who was appointed as an Additional Non-executive Director of the Company with effect from May 29, 2026 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Non-executive Director of the Company, liable to retire by rotation, with effect from the original date of appointment i.e. May 29, 2026.

Resolved further that each of the Directors and the Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the aforesaid resolution and make necessary filings and disclosures to regulatory authorities as may be required under the applicable provisions of the Act.”

7. **TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. SHANTANU CHITRANJAN MEHTA (DIN: 08930872), AS 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 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules made thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Shantanu Chitranjan Mehta (DIN: 08930872), who was appointed as an Independent Director and who hold office upto September 22, 2026 and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of 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 five consecutive years w.e.f September 23, 2026.”

RESOLVED FURTHER THAT the Board of Director, (Including its committee members) be and are hereby authorised to take all actions and do all such deeds.

Place : Ahmedabad
Date : 22/07/2026

By order of the Board of Directors
For, Bhagwati Autocast Limited

Registered Office :
Survey No. 816, Village Rajoda,
Near Bavla, Dist. Ahmedabad – 382 220.
CIN: L27100GJ1981PLC004718
e-mail: autocast@bhagwati.com
Website: www.bhagwati.com

Ms. Reena Bhagwati
Chair Person
DIN : 00096280

NOTES :

- Pursuant to the General Circular No. General Circular No. 03/ 2025 dated September 22, 2025 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM. In terms of the said circulars, the 44th Annual General Meeting ("AGM") of the Members will be held through VC/OAVM.

Further, the Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/ CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 has extended the relaxations from dispatching Physical Copies of Annual Reports and to conduct the AGMs through VC / OAVM till 30th September 2026. The Annual report for the financial year 2025-2026 is being sent through electronic mode only to the members whose email addresses are registered / available with Company / RTA / Depositories. However, in terms of Regulation 36 (1) (c) of SEBI LODR Regulations, Company will send hard copy of full Annual Report to those shareholders who request for the same. The Annual Report is also available on the Company's website at www.bhagwati.com, websites of BSE Limited at www.bseindia.com, and on the website of NSDL (agency for providing the e-voting facility) at www.evoting.nsdl.com.

In case the shareholder/s has not registered his / her email address with the Company / RTA / Depositories or wish to make change or update the same, he / she can do so by following the instructions given hereunder.

- In terms of the MCA Circulars since the physical attendance of Members have been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Companies Act, 2013 ("the Act") will not be available for the 44th AGM and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice. The registered office of the Company shall be deemed to be the venue of the AGM.
- Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC / OAVM. Institutional / Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend AGM through VC / OAVM on its behalf and vote through e-voting. The said resolution / authorization shall be sent to the Scrutinizer by email through its registered email address to chirag@chiragshahassociates.com with a copy marked to cs@bhagwati.com.

- The attendance of the members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, NECS, ECS mandates, power of attorney, change of address / name / email address(es), etc. to their DP only. Changes intimated to the DP will automatically get reflected in the Company's records which will help the Company and its RTA to provide efficient and better service to the Members. Members holding shares in physical form are requested to advise such changes, if any, to Company's RTA.
- In order to enhance the ease of doing business for investors in the securities market, SEBI vide its Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2021/655 dated 3rd November 2021, read together with the SEBI Circular No. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/CIR/2021/687 dated 14th December 2021 and Master circular dated 7th May 2024 (hereinafter, collectively referred as the "SEBI KYC Circulars") mandated furnishing of PAN, full KYC details and Nomination by the holders of physical securities. The Company has intimated the concerned security holders about the folios which are incomplete in terms of the SEBI KYC Circulars on 6th January 2022, 21st February 2023 and 1st March 2024. Members holding shares in physical form are requested to submit their PAN, KYC details and Nomination details by sending a duly filled and signed Form ISR-1 (for KYC), ISR-2 (for signature verifications), ISR-3 (for opting out from nomination) and Nomination forms SH-13/14, as the case may be to MCS Share Transfer Agent Limited (Unit: Bhagwati Autocast Limited) 201, Shatdal Complex, 2nd Floor, Ashram Road, Ahmedabad - 3800 09. Ph: - 079-26580461/0462/0463 or by email to mcsstaahmd@gmail.com from their registered email id.
- SEBI vide its circular dated 30th May, 2022, has provided SOP effective from 1st June, 2022, for resolving disputes between the Company and its all shareholders through the stock exchange arbitration mechanism. In furtherance to this, SEBI vide its letter communication Ref. No. SEBI/HO/OIAE/2023/03391 dated 27th January, 2023, directed listed companies to inform to its physical shareholders for availability of arbitration facility at Stock exchange for their dispute, if any against listed companies / RTA. Accordingly, the Company has informed the shareholders holding physical shares, whose email ids are registered with Company / RTA through Registrar and Share Transfer Agent of the Company about availability of arbitration facility for their dispute, if any.
- In respect of the business Item No. 3,6 and 7 a Statement giving additional information on the Director seeking appointment / re-appointment is provided hereunder, Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India is given below:

Name of the Director	Ms. Reena P. Bhagwati	Mr. Shantanu Chitranjan Mehta	Mr. Prakash Dalal
DIN	00096280	08930872	09166092
Date of Birth	26/08/1966	31/12/1956	21/02/1962
Nationality	Indian	Indian	Indian
No. of shares held including shareholding as beneficial owner	12,05,589	0	0
Date of Appointment/Re-appointment	01/11/2020 (As Managing Director)	23/09/2021 (As an Independent Director)	29/05/2026 (As an additional non executive Director)

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Qualifications	MBA from Carnegie Mellon University, USA	FCA, Ph.D. (Bhavnagar University)	MBA from the Indian School of Business (Hyderabad), a Master's degree in Mechanical Engineering from Rensselaer Polytechnic Institute, New York, USA, and a Bachelor's degree in Mechanical Engineering from Gujarat University
Brief profile and Expertise in Specific Functional Area	Ms. Reena Bhagwati, an accomplished leader, plays a pivotal role in the engineering sector through her directorship in prominent companies within the Bhagwati Group, including Bhagwati Spherocast Private Limited, Bhagwati Autocast Limited and Bhagwati Filters Private Limited. Her educational background includes an MBA from Carnegie Mellon University, USA. At the helm of the Bhagwati Group, Ms. Bhagwati, provides strategic, fiscal, and operational guidance, driving remarkable and consistent progress across the companies. Beyond her corporate endeavors, she actively contributes to societal welfare through her own NGO and extensive involvement in philanthropic initiatives. Throughout her career, Ms. Bhagwati has held notable professional positions, including serving as the President of the Institute of Indian Foundrymen (IIF) in 2013-14 and as the Chairperson of the Confederation of Indian Industries (CII) Gujarat State Council in 2016-17. She also represented Gujarat State in the CII Western Regional Council from 2022-23 and continues to be a respected member of the Governing Body of the Ahmedabad Management Association. In addition to her leadership roles within the Bhagwati Group, Ms. Bhagwati holds directorship positions in other listed companies such as M/s. Symphony Ltd. and M/s. Eimco Elecon (India) Ltd., further showcasing her diverse expertise and influence in the corporate sphere.	He has 22 years industry experience and 18 years Academics experience at postgraduate courses in business management. He has experience in area of Accounting & Control, Financial management, Financial services and Markets, Investment and Portfolio Management, Investment banking, etc. He worked with GSFC, UTI, Symphony, NSE stockbroker and a merchant banker. He is Adjunct Professor, Institute of Management, Nirma University. He is visiting faculty at IIM (Rohtak) and was faculty at IIM (Nagpur), MICA (Ahmedabad), IIM (Ahmedabad), SP JAIN (Mumbai). He was served as Dean at IOC and Professor at IOM in Nirma University, Ahmedabad, Professor at St. KIPS, Ahmedabad and faculty at SLIMS, Ahmedabad. He has completed many assignments and conducted training programme for Nirma Ltd, ONGC, BALCO, ZydusCadila, Inspiron, Adani Port, IntasPharma, Johnson Hitachi and many more. He is a member of Investors' Grievances Resolution Panel (IGRP) for western region appointed by National Stock Exchange	Mr. Prakash B. Dalal holds an MBA from the Indian School of Business (Hyderabad), a Master's degree in Mechanical Engineering from Rensselaer Polytechnic Institute, New York, USA, and a Bachelor's degree in Mechanical Engineering from Gujarat University. He is a financial services professional with over 30 years of experience across capital markets, wealth management, alternative investments, and investor relations. He began his career in the United States as a Software Engineer with Bridgeport Machine Tools, Philadelphia. After returning to India, he was engaged in share broking and related activities before joining the Kotak Mahindra Group in 1993. At Kotak, he was instrumental in setting up and building the Gujarat operations of Kotak Mahindra Finance Ltd. He later became part of the core team involved in the launch of Kotak Mutual Fund in 1998, where he headed Marketing and Sales. Subsequently, he headed Products and Marketing at Kotak Wealth Management and later moved to Kotak Investment Advisors, where he led Fund Raising and Investor Relations for the Group's alternative asset businesses including private equity, real estate, and distressed asset strategies. Currently, he is Co-Founder of Aatman Pragyaam Advisors LLP, which advises Resident and Non-Resident Indian clients on structured solutions for ownership and consolidation of their inheritances in India.

Relationship between Directors inter se	She is a daughter of Dr. Pravin N. Bhagwati, Director of the Company.	None	None
No. of Board meetings attended during FY 2025-26	5 out of 5	5 out of 5	Not applicable
Terms and conditions of appointment / reappointment	As per the terms and conditions as stipulated in the resolution.	As per the terms and conditions as stipulated in the resolution.	As per the terms and conditions as stipulated in the resolution.
Details of remuneration last drawn (FY 2025-26)	As given in the Corporate Governance report	As given in the Corporate Governance report	Not applicable
Name of the listed entities in which the person also holds the Directorship (excluding the Company)	1. Arvind Limited; 2. The Anup Engineering Limited; 3. Symphony Limited.	None	None
Membership of Committees (Audit Committee and Stakeholder Relationship Committee in other listed entities)	<u>Member in Audit Committee:</u> 1. The Anup Engineering Limited 2. Symphony Limited <u>Member in Stakeholders Relationship Committee:</u> 1. Symphony Limited	None	None
Names of listed entities from which the person has resigned in the past three years	None	None	None
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable	Not Applicable
Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 201819 and the National Stock Exchange of India Limited with ref no. NSE/ CML/2018/24, dated June 20, 2018	Ms. Reena Bhagwati is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Mr. Shantanu Chitranjan Mehta is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Mr. Prakash B. Dalal is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

9. The Explanatory Statements pursuant to Section 102 (1) of the Companies Act, 2013, in respect of the special businesses to be transacted at the meeting is also annexed hereto.
10. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 8th August, 2026 to Friday, 14th August, 2026 (both days inclusive) for the purpose of payment of dividend.

DIVIDEND RELATED INFORMATION:

11. Final dividend as recommended by the Board of Directors for the financial year ended 31st March 2026, if approved at the AGM, will be payable to those Members of the Company who hold shares in demat mode, based on the list of beneficial

owners to be received from NSDL and CDSL as at the close of business hours on Friday, 7th August, 2026 being the cut-off date and In physical form, if the names appear in the Company's Register of Members as on cut-off date. The final dividend will be paid in electronic mode only within 30 days of declaration in electronic mode only.

Members holding shares in demat mode are hereby informed that bank particulars registered with their respective DPs, with whom they maintain their demat accounts; will be used by the Company for the payment of dividend. Members holding shares in demat mode are requested to intimate any change in their address and/ or bank mandate to their DPs only, as the Company or its Registrar cannot act on any request received directly on the same.

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Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to Company's Registrar and Share Transfer Agent (RTA) by sending a request in relevant form from their registered Email ID. As per SEBI guideline w.e.f. 1st April 2024, dividend will be paid through electronic mode only.

12. In terms of SEBI Circulars dated 16th March 2023 and 17th November 2023, read with Master circular dated 7th May 2024 SEBI has mandated that with effect from 1st April 2024, security holders (holding securities in physical form also) shall be paid dividend only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature by such shareholders. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/jan2024/1704433843359.pdf.
13. A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G / 15H, to avail the benefit of non-deduction of tax at source by e-mail to cs@bhagwati.com latest by 30th July, 2026. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20% excluding surcharge & cess.
14. Members may note that as per the Income Tax Act, 1961, dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source (TDS) from dividend paid to the Members at rates prescribed in the Income Tax Act, 1961. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 and Rules thereto.
 - a) **For Resident Members:** Tax at source shall be deducted under Section 194 of the Income Tax Act, 1961 at 10% on the amount of dividend for the Financial Year 2025-26 declared and paid by the Company during financial year 2026-27, subject to PAN details registered / updated by the Member. If PAN is not registered / updated in the demat account / folio as on the cut-off date, TDS would be deducted @20% as per Section 206AA of the Income Tax Act, 1961. No tax at source is required to be deducted, if during the financial year, the aggregate dividend paid or likely to be paid to an individual member does not exceed Rs. 5,000 (Rupees Five Thousand Only). Further, in cases where the shareholder provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an Individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted. Notwithstanding the above, in case PAN of any Member falls under the category of 'Specified Person', the Company shall deduct TDS @20% as per Section 206AB of the Income Tax Act 1961.
 - b) **For Non-Resident Members:** Tax at source shall be deducted under Section 195 of the Income Tax Act, 1961 at the applicable rates. As per the relevant provisions of the Income-Tax Act, 1961, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to non-resident Members. As per Section 90 of the Income Tax Act, 1961, Members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement (DTAA). To avail the Tax Treaty benefits, the non-resident Member will have to provide the following:
 - Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the Member is a resident;
 - Electronic Form 10F as per notification No. 03/2022 dated 16th July 2022 from the Central Board of Direct Tax. Form 10F can be obtained electronically through e-filing portal of income tax website
 - Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax authorities, if any
 - Self-declaration, certifying the following points:
 - i. Member is and will continue to remain a tax resident of the country of its residence during the financial year 2025-26;
 - ii. Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;
 - iii. Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;
 - iv. Member is the ultimate beneficial owner of its shareholding in the Company and dividend receivable from the Company;
 - v. Member does not have a taxable presence or a permanent establishment in India during the financial year 2026-27.
15. Notwithstanding the above, in case PAN falls under the category of 'Specified Person', member is mandatorily required to submit a declaration providing status of Permanent Establishment in India for financial year 2026-27. As per Section 206AB of the Income Tax Act 1961, if the said declaration is not furnished, the Company shall deduct tax at source at twice the applicable rate referred above.
16. The Company shall not be obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the Non-Resident member.
17. In order to enable the Company to determine the appropriate TDS / withholding tax rate applicable, Members are requested to provide the aforesaid details and documents on or before 07th August, 2026 at cs@bhagwati.com. No communication on the tax determination / deduction shall be entertained post 07th August, 2026. Members may note that in case the tax on said dividend is deducted at a higher rate due to non-receipt of the aforementioned details/ documents, there would still be an option available to the Member to file the return of income and claim an appropriate refund, if eligible.
18. In accordance with the provisions of the Income Tax Act 1961, TDS certificates can be made available to the members at their registered e-mail ID after filing of the quarterly TDS Returns of the Company, post payment of the said dividend.
19. The Company had sent a separate e-mail communication on informing the Members regarding the relevant procedure to be adopted by the Members to avail the applicable tax rate as per the Income Tax Act, 1961.
20. SEBI vide its circular dated January 25, 2022, has mandated that listed companies shall henceforth issue the securities in dematerialized form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, members who still hold share certificates in physical form are advised to dematerialize their holdings. Members holding shares in physical form are advised to avail the facility of dematerialisation by contacting a DP of their choice.
21. In accordance with the provisions of Sections 124, 125 and other applicable provisions, if any, of the Companies Act, 2013 read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended (hereinafter referred to as 'IEPF Rules') (including any statutory modification(s) or re-enactment(s))

thereof, for the time being in force), the amount of dividend remaining unclaimed or unpaid for a period of 7 (seven) years from the date of transfer to the unpaid dividend account is required to be transferred within 30 days of becoming due to IEPF maintained by the Central Government.

The following are the details of the dividends paid by the Company and respective due dates for claim by the shareholders:

Sr. No.	Final Dividend for the Financial Year	Date of Declaration of Dividend	Last date for Claim
1.	2018-2019	21/08/2019	26/09/2026
2.	2019-2020	24/09/2020	30/10/2027
3.	2020-2021	23/09/2021	29/10/2028
4.	2021-2022	22/09/2022	28/10/2029
5.	2022-2023	20/09/2023	26/10/2030
6.	2023-2024	25/09/2024	26/10/2031
7.	2024-2025	16/09/2025	22/10/2032

Accordingly, during the financial year 2025-26, the Company has transferred unclaimed final dividend amount for the financial year ended 31st March, 2019 to IEPF. Further, the Company shall not be in a position to entertain the claims of Shareholders for the unclaimed dividends after the last date as mentioned in the above table. In view of the same, the Shareholders are requested to send relevant un-encased dividend warrants / instruments pertaining to the above years at registered office of the Company for revalidation or issuance of demand draft in lieu thereof and en-cash them before the due dates for transfer to the IEPF.

In accordance with the Section 124 (6) of the Companies Act, 2013 read with IEPF Rules, those Members who have so far not encashed their dividend warrants from the final dividend 2018-2019 onwards, may approach the Registrar and Share Transfer Agents, MCS Share Transfer Agent Limited, for making their claim without any further delay or all the shares in respect of which dividend has remained unclaimed or unpaid for 7 (seven) consecutive years or more will be transferred to the Investor Education and Protection Fund of the Central Government. With respect to the said Rules, amongst other matters, contain provisions for transfer of such shares in respect of which dividend has not been paid or claimed for seven consecutive years to the IEPF authority. The details of unpaid/unclaimed dividend and number of shares liable to be transferred are available on our website: www.bhagwati.com. Pursuant to the said provisions read with IEPF Rules, as amended, the Company shall process to transfer all shares to IEPF authority in respect of which dividends declared for the year 2018-19 has not been claimed by members 7 (seven) consecutive years.

Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can claim back from them. Concerned members/ investors are advised to visit the weblink: <http://iepf.gov.in> or Contact Company or R&T Agent for lodging claim for refund of shares and / or dividend from the IEPF Authority.

22. Regulation 40 of the SEBI Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, vide its Circular dated 25th January 2022, read with Master circular dated 7th May 2024 has clarified that listed companies, with immediate effect, shall issue the securities only in demat mode while processing investor service requests pertaining to issuance of

duplicate shares, exchange of shares, endorsement, sub-division / consolidation of share certificates, etc.

The securities holder / claimant are, accordingly, required to submit duly filled-up Form ISR-4, the format of which along with the said SEBI Circular dated 25th January 2022. Members holding shares in physical form are, accordingly, requested to consider converting their holding to dematerialized form.

23. Dispute Resolution: SEBI has established a common Online Dispute Resolution Portal ("ODR Portal - <https://smartodr.in/login>") to raise disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances with the RTA/Company directly and through SCORES platform, the investors can initiate dispute resolution through the ODR Portal. [SEBI Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023]
24. Non-Resident Indian Members are requested to inform the Company / RTA (if shareholding is in physical mode) / respective DP (if shareholding is in demat mode), immediately of:
- Change in their residential status on return to India for permanent settlement; and
 - Particulars of their bank account maintained in India with account type, account number and name and address of the bank with pin code number, if not furnished earlier.
25. Members can submit questions in advance with regard to the financial statements or any other matter to be placed at the 44th AGM, from their registered email address, mentioning their name, DP ID & Client ID number / folio number and mobile number, to reach the Company's email address at cs@bhagwati.com at least 10 days before the date of AGM. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.
26. Members, who would like to ask questions during the AGM with regard to the financial statements or for matter to be placed at the AGM, need to register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID & Client ID number / folio number and mobile number, to reach the Company's email address at cs@bhagwati.com at least 7 days before the date of AGM. Those members who have registered themselves as a speaker shall be allowed to ask questions during the 44th AGM, depending upon the availability of time. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.
27. The documents and registers referred to in the accompanying Notice and Explanatory Statements will be available for inspection at the registered office of the Company on all working days except Sundays and Public holidays between 11.00 a.m. to 4.00 p.m. up to the date of the AGM.
28. 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, will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to cs@bhagwati.com.

29. Information and other instructions relating to e-voting:

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and MCA Circulars, the Company is pleased to provide facility to exercise their right to vote in respect of the resolutions proposed to be

BHAGWATI AUTOCAST LIMITED

passed in the AGM by electronic means to its Members. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting during AGM will be provided by NSDL.

- ii) Mr. Chirag Shah (Membership No. FCS: 5545; CP No.: 3498) or failing him Mr. Raimen Maradiya (Membership No. FCS: 11283; CP No.: 17554), Partner of M/s. Chirag Shah & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
- iii) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- iv) AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

A. Voting through electronic means

- i) The remote e-voting period begins on Monday, 10th August, 2026 (09:00 am) and ends on Thursday, 13th August, 2026 (05:00 pm). The remote e-voting module shall be disabled by NSDL for voting thereafter. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday 7th August, 2026, may cast their vote by remote e-voting. The voting rights of members shall be in proportion to their share in paid up equity share capital of the Company as on the cut-off date, being Friday, 7th August, 2026. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- ii) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories (in case of shares held in dematerialized form) as on the cut-off date i.e. Friday, 7th August, 2026, only shall be entitled to avail the facility of Remote E-voting as well as voting in the Annual General meeting. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.
- iii) 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. Friday, 7th August, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or cs@bhagwati.com by mentioning their Folio No./DP Id and Client ID No.
- iv) The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:
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:

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:

Individual Shareholders holding securities in demat mode with NSDL

1. 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 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.
2. 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.
3. 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>
4. 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.
5. 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



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
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 & 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 or joining virtual meeting & voting during the meeting.

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.

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

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

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 :
 - (i). **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*****.
 - (ii). **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*****.
 - (iii). **For Members holding shares in Physical Form:** EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
5. Password details for shareholders other than Individual shareholders are given below:
 - (a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - (b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - (c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

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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.

A. 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 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 chirag@chiragshahassociates.com 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.: 022 - 4886 7000 or send a request to NSDL Helpdesk 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), and AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@bhagwati.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 (cs@bhagwati.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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have

forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (cs@bhagwati.com). The same will be replied by the company suitably.

General Guidelines for shareholders:

- 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 chirag@chiragshahassociates.com with a copy marked to evoting@nsdl.co.in. 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.
- 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.
- 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. 022-48867000 or 022-24997000. Also further queries/grievances connected with Remote E-voting, the members may contact the Manager, NSDL at the designated email IDs: evoting@nsdl.co.in or pallavid@nsdl.co.in (Telephone No. 022-24994545) or Company Secretary & Compliance Officer at the Registered Office of the Company at Survey No. 816, Village: Rajoda, Near Bavla, Dist. Ahmedabad-382220, Gujarat Phone: 02714-232283. E-mail: cs@bhagwati.com.

Process for registration of email id for obtaining Annual Report and user id/password for e-voting:

- For Share held in Physical form - Send a request to the Registrar and Transfer Agents of the Company, MCS Share Transfer Agent Limited at mcstaahmd@gmail.com with scanned copy of Form ISR-1 duly filled as per instructions stated therein along with supporting documents along with submit original form with necessary supporting documents at its office address at 101, 1st Floor, Shatdal Complex, Opp. Bata Showroom, Ashram Road, Ahmedabad-380009 (Forms can downloaded from the Company' website www.bhagwati.com > Investors > Corporate Announcement).
- For shares held in Demat form - Please contact your Depository Participant (DP) to register your email address, as per the process advised by your DP.

- Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

A. Instructions for Members for Attending the AGM through VC / OAVM are as under:

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.co.in/ 022-48867000 or 022-24997000 or contact Ms. Pallavi Mhatre-NSDL at pallavid@nsdl.co.in/ 022-24994545.

B. Other Information:

- The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of 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.
- The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.bhagwati.com and also to BSE Limited (stock exchange) where the equity shares of the Company is listed at www.bseindia.com immediately.

Place : Ahmedabad

Date : 22/07/2026

By order of the Board of Directors

For, Bhagwati Autocast Limited

Registered Office :

Survey No. 816, Village Rajoda,

Near Bavla, Dist. Ahmedabad – 382 220.

CIN: L27100GJ1981PLC004718

e-mail: autocast@bhagwati.com

Website: www.bhagwati.com

Ms. Reena Bhagwati

Chair Person

DIN : 00096280

BHAGWATI AUTOCAST LIMITED

EXPLANATORY STATEMENT

[Pursuant to Section 102(1) of the Companies Act, 2013]

Item No. 4

The Audit Committee at its meeting held on 29th May, 2026 and the Board of Directors at its meeting held on 29th May, 2026 have recommended the appointment of M/s. TRS & Associates, Chartered Accountants, Ahmedabad, a Peer Reviewed Firm having Firm Registration No. 141126W and Peer Review Certificate No. 018337 as the Statutory Auditor of the Company for a period of 5 (Five) consecutive years effective from the Conclusion of the 44th Annual General Meeting till the conclusion of the 49th Annual General Meeting to be held in the calendar year 2031. Further, the Company has also received a consent letter stating that, if they are appointed as the Statutory Auditor of the Company, the same will be in accordance within the limits as specified under Section 139 and any other applicable provisions of the Companies Act, 2013 and Rules made thereunder. The said letter also contains that their Firm is eligible for appointment and is not disqualified for appointment under the Companies Act, 2013, the Chartered Accountants Act, 1949 and Rules and Regulations made thereunder and no order or pending proceeding relating to professional matters of conduct before the Institute of Chartered Accountants of India or any competent authority or any court is passed.

Additional information about Statutory Auditor pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided below:

- 1. Proposed fees payable to the auditors in connection with the audit of the accounts of the Company for the financial year 2026-27 :** For FY 2026-27 Rs. 4,00,000 /- (for Statutory Audit, Tax Audit and limited review fees) with authority to the Board to finalise/ revise the same during the tenure of five years. The above fee is excluding fees to be paid in other capacity, fee for certifications and reimbursement of expenses as per actuals.
- 2. Terms of appointment :** Based on the recommendation of the Audit Committee, the Board of Directors of the Company in their meeting, have approved the appointment of M/s. TRS & Associates, Chartered Accountants, Ahmedabad, a Peer Reviewed Firm having Firm Registration No. 141126W and Peer Review Certificate No. 018337 as Statutory Auditors of the Company for a term of five years i.e. from the conclusion of the 44th Annual General Meeting until the conclusion of the 49th Annual General Meeting, subject to approval of the Shareholders.
- 3. In case of a new auditor, any material Not Applicable change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change :** Not Applicable
- 4. Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) and branch auditor proposed to be appointed :** T R S & Associates, Chartered Accountants, Ahmedabad, is engaged in providing assurance, advisory, and compliance services to a diverse client base. The firm has gained experience in statutory audit, internal audit and regulatory compliance including SEBI ICDR & LODR requirements. The firm also provides strategic business advisory, IPO related advisory, IND AS implementation, valuations across various industries. We assist clients in achieving seamless compliance and unlocking their full business potential through tailored solutions.

None of the Directors and/or Key Managerial personnel of the Company and their relatives are concerned or interested, financially, or otherwise, in the resolution set out at Item No.4 of the accompanying Notice.

The Board recommends the Ordinary Resolution set out at Item No.4 of the Notice for approval by the Members.

Item No. 5

To approve and ratify the remuneration of Cost Auditor

The Board of director of the Company has approved appointment and remuneration of M/s. Kiran J. Mehta & Co., as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending on March 31, 2026 at a remuneration of Rs. 82500/- (Exclusive of Taxes/charges) and re-imbursement of out-of-pocket expense incurred on behalf of the Company. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with rules made there under, the remuneration payable to the Cost auditor has to be determined or ratified by the members of the Company. Accordingly, consent of the members is sought for above purpose by passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel's or their relative is interested or concerned in the resolution. The Board recommends the ordinary resolution for approval of the Members.

Item No. 6

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors appointed Mr. Prakash Dalal (DIN: 09166092) as an Additional Director of the Company at the Board Meeting held on May 29, 2026.

Pursuant to the provisions of Section 161 of the Companies Act 2013 ("Act"), he holds office as Director up to the date of the ensuing Annual General Meeting. As required under Section 160 of the Act, a notice has been received from a member signifying its intention to propose the appointment of Mr. Prakash Dalal as a Director. Mr. Prakash Dalal is not disqualified from being appointed as Director in terms of Section 164 of the Act. Brief resume and other details of Mr. Prakash Dalal are provided in annexure to the Notice pursuant to the provision of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS2"), issued by the Institute of Company Secretaries of India. The Board of Directors recommends the said resolution for your approval. Mr. Prakash Dalal is deemed to be interested in the said resolution as it relates to his appointment.

None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

For Item No. 7

Mr. Shantanu Chitranjan Mehta was appointed as an Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Companies Act, 2013 ("Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014.

His first term of 5 (five) years commenced on September 23, 2026 and is due to expire on September 22, 2031. Pursuant to the progressive governance practice adopted across the Bhagwati Portfolio of entities, the Independent Directors are being appointed / re-appointed, as the case may be, for two terms, each lasting up to 5 (Five) years. This approach allows for a periodic refresh of the board's composition, bringing in new perspectives and expertise while maintaining stability and continuity. The specified

term limits also serve to reinforce the independence and objectivity of the directors, ensuring that they can contribute effectively without being influenced by prolonged tenure. In view of the above, the Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of Independent Directors has recommended the re-appointment of Mr. Shantanu Chitranjan Mehta as an Independent Director for a second term of 5 (Five) years upto September 22, 2031. The Board, based on the report of performance evaluation of Independent Directors and as per the recommendation of Nomination and Remuneration Committee considers that given the background and experience and contributions made by of Mr. Shantanu Chitranjan Mehta during his tenure, the continued association of Mr. Shantanu Chitranjan Mehta would be beneficial to the Company and it is desirable to continue availing his services as an Independent Director.

Accordingly, it is proposed to re-appoint Mr. Shantanu Chitranjan Mehta as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (Five) years on the Board of the Company.

The Company has received from Mr. Shantanu Chitranjan Mehta: (i) consent in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act and (iii) a declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations.

The Company has received notice in writing from a Member under Section 160 of the Act proposing the candidature of Mr. Shantanu Chitranjan Mehta for the office of Independent Director of the Company. In the opinion of the Board, Mr. Shantanu Chitranjan

Mehta fulfils the conditions for re-appointment as Independent Director as specified in the Act. The terms and conditions for re-appointment of Mr. Shantanu Chitranjan Mehta as an Independent Director of the Company shall remain open for inspection by the members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday. The same is also available on the website of the Company at: <https://www.bhagwati.com/>.

Brief resume and other details of Mr. Shantanu Chitranjan Mehta are provided in annexure to this Notice pursuant to the provision of SEBI Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Apart from receiving Directors' remuneration, as may be decided pursuant to the provisions of the Act and SEBI Listing Regulations, Mr. Shantanu Chitranjan Mehta does not have any other pecuniary relationship with the Company.

The Board of Directors recommends the said resolution, as set out in item 7 of this Notice for your approval. Mr. Shantanu Chitranjan Mehta is deemed to be interested in the said resolution as it relates to his re-appointment. None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested, financially or otherwise in the said resolutions.

Place : Ahmedabad
Date : 22/07/2026

By order of the Board of Directors
For, Bhagwati Autocast Limited

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Ms. Reena Bhagwati
Chair Person
DIN : 00096280