

Date: 06th September, 2026

To
The Listing Department
Bombay Stock Exchange Limited
Phirozee Jeejeebhoy Towers
Dalal Street, 25th Floor
Mumbai – 400 001

Sub: Notice convening the 13th Annual General Meeting of the Members of the Company.

Dear Sir/ Madam,

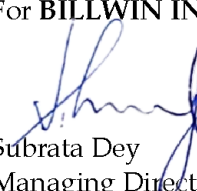
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the Notice convening the 13th Annual General Meeting of the Members of Billwin Industries Limited scheduled to be held on Wednesday the 30th September, 2026 at 09.00 a.m. at Festa Banquet Hall Mulund Goregaon Link Road Opposite Runwal Greens Mulund West-400 080, Maharashtra to transact the businesses set out in the notice of the said meeting.

This is for your information and record.

Thanking you,

Yours faithfully,

For **BILLWIN INDUSTRIES LIMITED**


Subrata Dey
Managing Director
DIN: 06747042



Encl: As above

BILLWIN INDUSTRIES LIMITED
79, Vishal Industrial Estate Village Road, Bhandup West Mumbai
Mumbai City-400078
Email: info@billwinindustries.com
Website: www.billwinindustries.com
CIN: L18104MH2014PLC252842, Phone No. 9987758506

NOTICE

NOTICE is hereby given that the 13th Annual General Meeting of the Members of M/s. Billwin Industries Limited will be held at Festa Banquet Hall Mulund Goregaon Link Road Opposite Runwal Greens Mulund West-400 080, Maharashtra on Wednesday, 30th September, 2026 at 09.00 a.m. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, including the Audited Balance Sheet as at 31st March, 2026, the Statement of Profit and Loss, Statement of Cash Flow for the financial year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.

The Members are requested to consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To consider and approve the appointment of Mr. Pritish Subrata Dey (DIN: 08235311), who retires by rotation and being eligible, offers himself for re-appointment.

The Members are requested to consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Pritish Subrata Dey (DIN: 08235311) who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a "Director" of the Company."

SPECIAL BUSINESS

3. **To approve the appointment of Ms. Anita Ramchandani (DIN: 11675414) as Non-Executive Non-Independent Director of the Company;**

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 149, 152 and all other applicable provisions, if any of the Companies Act, 2013 and read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the "Act"), and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors of the company, the consent of the members be and is hereby accorded for the appointment of Ms. Anita Ramchandani (DIN: 11675414) as Non-Executive Non-Independent Director of the Company for a period of five years with effect from April 23, 2026 on the terms and conditions, including remuneration as approved by the board, whose period of office is liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 152, 197 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Ms. Anita Ramchandani shall be entitled to receive such remuneration, sitting fees, commission and other benefits as may be payable to her in accordance with the provisions of the Act and the applicable regulations, as may be determined by the Board of Directors from time to time.



Billwin Industries Limited

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• Tel : 022 -25668112

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CIN-L18104MH2014PLC252842

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

4. **To approve the appointment of Mr. Anand Kumar Jha (DIN: 09706572) as Non-Executive Independent Director;**

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution;**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Anand Kumar Jha (DIN: 09706572), who was appointed on 25th July, 2026 as an Additional Director under the category of Non-Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act, and who holds office as such up to the date of ensuing Annual General Meeting, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 25th July, 2026 to 24th July, 2031.”

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Registered Office:

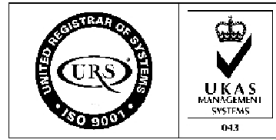
79, Vishal Industrial Estate,
Village Road, Bhandup West,
Mumbai – 400 078,
Maharashtra, India.

Place: Mumbai
Date: 06.09.2026

By Order of the Board of Directors

For Billwin Industries Limited

Sd/-
Subrata Dey
Managing Director
DIN: 06747042



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Notes:

1. An Explanatory Statement under Section 102 of the Companies Act, 2013 ("Act") relating to Special Business as mentioned above is annexed hereto as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholders.
3. The Statement setting out the material facts concerning Item No. 3 & 4 set out above is enclosed along with the details under Regulations 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of directors proposed to be appointed/re-appointed at the Annual General Meeting is annexed hereto.
4. The Register of Member and Transfer Books will remain closed from Thursday, the 24th day of September, 2026 to Wednesday, the 30th day of September, 2026 (both days inclusive) for the purpose of Annual General Meeting.
5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://billwinindustries.com/pages/disclosure-under-regulation-46-62-of-the-sebi-lodr-regulations-2015>. The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at www.bseindia.com.
6. Corporate Members intending to send their authorised representatives pursuant to Section 113 of the Act, as the case may be, to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the AGM, not later than 48 hours before the scheduled time of the commencement of the Meeting.
7. Members/Proxies/Authorised Representatives are requested to carry valid ID proof such as PAN, Voter Card, Passport, Driving Licence, Aadhaar Card along with the Attendance Slip duly filled in for attending the Meeting.
8. The notice is being sent to all members, whose names appear on the Register of Members/List of beneficial owners.
9. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company on all working days, except holidays between **11.00 A.M to 2.00 P.M** up to the date of declaration of the results.
10. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.



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11. Members are requested to intimate change in their address immediately to M/s. Bigshare Services Private Limited (Registrar & Share Transfer Agent) the Company's Registrar and Share Transfer Agents, at their office at E/2, Ansal Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (East), Mumbai – 400072.
12. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communications including annual report, notices, circulars etc. from the company electronically.
14. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 23rd September, 2026. A person who is not a member as on Cut Off date should treat this notice for information purpose only.
15. Annual Report 2025-26 are being sent by permitted mode to all members of the Company. Member may please note that the Annual Report 2025-26 is also available on the Website of the Company viz <https://billwinindustries.com/pages/disclosure-under-regulation-46-62-of-the-sebi-lodr-regulations-2015>.
16. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
17. The Company, being listed on SME Exchange and in view of provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 is not required to provide remote e-voting facility to its members.
18. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialised form from 01st April, 2019, except in case of request received for transmission or transposition of securities. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. For any assistance in this regard, the Members can contact to Registrar and Share Transfer Agent (“RTA”) – Bigshare Services Private Limited at ipo@bigshareonline.com and Phone: 022-6263-8200 for assistance in this regard.
19. To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form.
20. The route map of the venue of the AGM is given in the Notice of Annual General Meeting.

General Instructions:

1. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e Wednesday, 23rd September, 2026 and as per the Register of Members of the Company.



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2. Please note, only a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of voting at the Annual General Meeting.
3. The Board of Directors has appointed Mrs. Shipra Agarwal (Prop. of M/s S.A. & Associates), Practising Company Secretaries, as the Scrutinizer to scrutinize the voting at the Annual General Meeting in a fair and transparent manner.
4. At the Annual General Meeting, at the end of the discussion of the resolutions on which voting is to be held, the Chairman shall, with the assistance of the Scrutinizer, allow voting for all those Members who are present at the Meeting.
5. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, shall count the votes cast at the Annual General Meeting, and make in not later than two working days of conclusion of the Meeting, a Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
6. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.
7. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company <https://billwinindustries.com/pages/disclosure-under-regulation-46-62-of-the-sebi-lodr-regulations-2015> immediately after the result is declared by the Chairman or any other person authorised by the Chairman and the same shall be communicated to BSE Limited, where the shares of the Company are listed.

Registered Office:

79, Vishal Industrial Estate,
Village Road, Bhandup West,
Mumbai – 400 078,
Maharashtra, India.

Place: Mumbai

Date: 06.09.2026

By Order of the Board of Directors

For Billwin Industries Limited

Sd/-

Subrata Dey
Managing Director
DIN: 06747042



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Explanatory Statement pursuant to Sections 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

Item No. 3:

APPOINTMENT OF MS. ANITA RAMCHANDANI (DIN: 11675414) AS NON-EXECUTIVE NON INDEPENDENT DIRECTOR:

Ms. Anita Ramchandani (DIN:11675414) was appointed as an Additional Director Non-Executive Non - Independent Director of the Company with effect from 23rd April, 2026 by the Board of Directors under Section 161 of the Act. In terms of Section 161(1) of the Act, Ms. Anita Ramchandani holds office only upto the date of the ensuing Annual General Meeting but is eligible for appointment as a Director.

Ms. Anita Ramchandani has given her declaration to the Board that she is not restrained from acting as a Director by the Securities and Exchange Board of India or any such authority and being eligible to be appointed as a Director.

Ms. Anita Ramchandani is a qualified Company Secretary (ACS 62516) with comprehensive experience in corporate compliance, secretarial functions, and regulatory advisory under the Companies Act, 2013 and SEBI Regulations. She has been associated with organizations such as Aaswa Trading and Exports Limited (TCC Concept Ltd), Mehta Integrated Finance Limited, and Mehta Housing Finance Limited, Secretary where she served in roles including Company Compliance Officer and Assistant Company Secretary in secretarial statutory matters. Her audits, experience handling registers, and spans ROC advising corporate filings, governance, maintenance of on legal and regulatory matters.

The Board is of the opinion that Ms. Anita Ramchandani rich and diverse experience is a valuable asset to the Company which adds value and enriched point of view during Board discussions and decision making. She is also a person of integrity who possesses required expertise and her association as Non-Executive Non-Independent Director will be beneficial to the Company.

The Board recommends the ordinary resolution as set out at Item No.3 of the Notice for approval by the shareholders.

None of the Directors, Key Managerial Personnel and relatives thereof other than Ms. Anita Ramchandani is concerned or interested in the Resolution at Item No. 3 of the Notice.

Item No. 4:

Appointment of Mr. Anand Kumar Jha (DIN: 09706572) as Non-Executive Independent Director;

Based on the recommendation of the Nomination & Remuneration Committee (NRC), the Board of Directors at its Meeting held on 25th July, 2026, had appointed Mr. Anand Kumar Jha (DIN: 09706572), as an Additional Director of the Company in the category of Non-Executive, Independent Director, not liable to retire by rotation, for a term of five years i.e. from 25th July, 2026 to 24th July, 2031, subject to the approval of the Members.

Mr. Anand Kumar Jha (DIN: 09706572) has given requisite declaration that he meets the criteria of Independence as prescribed both under sub-section (6) of Section 149 of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"). Mr. Anand Kumar Jha is not disqualified from being appointed as a Director in terms of Section 164 of the Act. In the opinion of the Board, Mr. Anand Kumar Jha fulfils the conditions as specified in the Act and rules made thereunder and the Listing Regulations, in respect of his appointment as an Independent Director of the Company and he is Independent of the Management.

The Board of Directors recommends the ordinary resolution set out in Item no. 4 of the accompanying Notice for approval of the Members.



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None of the Directors of the Company, except Mr. Anand Kumar Jha, to whom this resolution relates, is interested or concerned in this resolution.

A brief profile of Mr. Anand Kumar Jha (DIN: 09706572) is given below:

Mr. Anand Kumar Jha is a qualified Company Secretary (ACS: A68221) and holds a Master's degree in Business Law from the National Law School of India University, along with a Bachelor of Commerce degree. He possesses over eight years of experience in the areas of corporate governance, secretarial compliance, FEMA regulations, board advisory, due diligence, capital structuring, IPO readiness, and regulatory compliance.

Additional information in respect of Mr. Anand Kumar Jha, pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is annexed to this Notice.

Registered Office:

79, Vishal Industrial Estate,
Village Road, Bhandup West,
Mumbai – 400 078,
Maharashtra, India.

By Order of the Board of Directors

For Billwin Industries Limited

Sd/-

Subrata Dey
Managing Director
DIN: 06747042

Place: Mumbai
Date: 06.09.2026

ANNEXURE TO ITEMS 2, 3 & 4 OF THE NOTICE

Details of Directors seeking re-appointment/appointment at the forthcoming Annual General Meeting [in pursuance of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015]

Name of the Director	Pritish Subrata Dey	Anita Ramchandani	Anand Kumar Jha
DIN	08235311	11675414	09706572
Date of Birth	25.03.1997	22.06.1987	26.12.1996
Age	29 Years	39 Years	29 Years
Education Qualification	B. Eng. Electrical & Electronic	Company Secretary	Company Secretary and Master's degree in Business Law
Date of First Appointment	07.01.2019	23.04.2026	25.07.2026
Nationality	Indian	Indian	Indian
Designation	Executive Director	Non-Executive Non-Independent Director	Non-Executive Independent Director
Brief Profile, Experience, and Expertise in specific functional areas	Expertise in Marketing, Financial, AI & ML, Garment product development. Soft goods development, having 6 years of experience.	Ms. Anita Ramchandani is a qualified Company Secretary with comprehensive experience in corporate compliance, secretarial functions and regulatory advisory under the Companies Act, 2013 and SEBI Regulations. She has worked as Company Secretary & Compliance Officer and Assistant Company Secretary with various organizations.	Mr. Anand Kumar Jha is a qualified Company Secretary with a Master's degree in Business Law and a Bachelor of Commerce degree. He has over eight years of experience in corporate governance, secretarial compliance, FEMA regulations, board advisory, due diligence, capital structuring, IPO readiness and regulatory compliance. His expertise also includes bonus issues, private placements, pre-IPO due diligence, secretarial audits, NCLT matters, corporate restructuring, risk management, mergers and acquisitions, investor relations and foreign investments across various sectors
Present Status of Directorship in this Company	Whole Time Director	Additional Director (Non-Executive, Non-Independent)	Additional Director (Non-Executive, Independent Director)
Shares held in the Company	43200	Nil	Nil
Number of Board meeting attended during the year (Financial Year 2025-26)	6 (Six)	Not Applicable	Not Applicable
Terms and Conditions of appointment/re-appointment	Reappointment	As stated in explanatory Statement above	As stated in Explanatory Statement above
Directorships held in other companies including listed companies and excluding foreign companies as of the	Nil	Nil	Nil

date of this Notice			
Names of other listed entities in which the person also holds the directorship	Nil	Nil	Nil
Listed Entities from which he/she has resigned as Director in past 3 years	Nil	Nil	Nil
Names of listed entities in which the person also holds the directorship and the Membership of Committees of the board;	Nil	Nil	Nil
Details of Remuneration sought to be paid	50000 per month	The details of remuneration sought to be paid is given in the explanatory statement annexed to this Notice.	He shall be paid remuneration in the capacity of Non-Executive, Independent Director, by way of fee for attending Meetings of the Board or Committees thereof, reimbursement of expenses for participating in the Board and other Meetings.
Disclosure of relationship between director inter se	Pratish Subrata Dey is not related to any director or KMP of the Company except Mr. Subrata Dey.	Nil	Nil
In the 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	The role and capabilities as required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills/expertise/competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Anand Kumar Jha and concluded that Anand Kumar Jha possess the relevant skill and capabilities to discharge the role of Independent Director.



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BILLWIN INDUSTRIES LIMITED

CIN: L18104MH2014PLC252842

Regd. Office: 79, Vishal Industrial Estate Village Road, Bhandup (West), Mumbai – 400 078,

Maharashtra, Email- info@billwinindustries.com,

Web- <https://billwinindustries.com/>, Tel: 022-25668112

13th Annual General Meeting

ATTENDANCE SLIP

(Members or their proxies are requested to present this form for admission, duly signed.)

DP Id *		Client Id*	
Regd. Folio No.		No. of Shares	

*Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full: _____

I/we hereby record my/our presence at the 13th Annual General Meeting of the Company being held on Wednesday, the 30th September, 2026 at 09.00 a.m. at Festa Banquet Hall Mulund Goregaon Link Road Opposite Runwal Greens Mulund West-400 080, Maharashtra.

Please (√) in the box

MEMBER

☐

PROXY

☐

Signature of Shareholder / Proxy



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CIN-L18104MH2014PLC252842

Form No. MGT-11

PROXY FORM

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

CIN: L18104MH2014PLC252842

Name of the Company: Billwin Industries Limited

Registered Office: 79, Vishal Industrial Estate Village Road, Bhandup (West), Mumbai – 400 078, Maharashtra.

Name of the member(s):	
Registered address:	
E-mail Id:	
Folio No. / Client Id:	
DP ID:	

I/ We, being the member(s) of shares of the above named Company, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him/her

2. Name: _____

Address: _____

E-mail Id: _____

Signature: _____ or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 13th Annual General Meeting of the Company, to be held on Wednesday, the 30th September, 2026 at 09.00 a.m. at Festa Banquet Hall Mulund Goregaon Link Road Opposite Runwal Greens Mulund West-400 080, Maharashtra, and at any adjournment thereof in respect of such resolutions as are indicated below:



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CIN-L18104MH2014PLC252842

Item No.	Description of Resolutions:
Ordinary Business:	
1.	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2026, including the Audited Balance Sheet as at 31 st March, 2026, the Statement of Profit and Loss, Statement of Cash Flow for the financial year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.
2.	To consider and approve the appointment of Mr. Pritish Subrata Dey (DIN: 08235311), who retires by rotation and being eligible, offers himself for re-appointment.
Special Business:	
3.	To approve the appointment of Ms. Anita Ramchandani (DIN: 11675414) as Non-Executive Non-Independent Director of the Company.
4.	To approve the appointment Mr. Anand Kumar Jha (DIN: 09706572) as Non-Executive Independent Director.

Signed this day of 2026

Signature of shareholder(s)

Signature of Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Any alteration or correction made to this Proxy form must be initialled by the signatory /signatories.

ROUTE MAP

Festa Banquet Hall Mulund Goregaon Link Road Opposite Runwal Greens Mulund West-400 080, Maharashtra.

