SIMRAN FARMS LIMITED

CIN: L01222MP1984PLC002627
Reg. Office: 1-B, Vikas Rekha Complex, Tower Square,
Khatiwala Tank, Indore (M.P.)- 452001
Tel No.: 0731-4255900; Fax: 0731-4255949
Email- compliance@simranfarms.com;
Website: www.simranfarms.com

SFL/BSE/34/2026-27 **Online filing at** www.listing.bseindia.com **1st September, 2026**

To,
The Secretary,
Corporate Relationship Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Sub: - Submission of Notice of 39th Annual General Meeting.

Ref: SIMRAN FARMS LIMITED (BSE Scrip Code: 519566; ISIN No: INE354D01017)

Dear Sir/Madam,

With reference to subject captioned above, we wish to inform you that the 39th Annual General Meeting ('AGM') of the Company is scheduled to be held on Thursday, 24th September, 2026 at 11.30 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") for which purpose the Registered office of the company shall be deemed as the venue for the Meeting.

Accordingly, pursuant to Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice convening the 39th AGM which is also available on the Company's website at www.simranfarms.com and the website of Central Depository Services (India) Limited at www.evotingindia.com.

Further, we will also submit the above said information in XBRL mode after submission of the Notice of 39th Annual General Meeting in PDF mode in prescribed time limit.

You are requested to please take on record the above Notice of 39th Annual General Meeting for your reference and further needful.

Thanking You

Yours faithfully
FOR, SIMRAN FARMS LIMITED

TANU PARMAR
Digitally signed by TANU PARMAR
Date: 2026.09.01 11:02:03 +05'30'

CS Tanu Parmar
CS & Compliance Officer
M. No. A34769
Encl: a/a

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Notice of the 39th Annual General Meeting

NOTICE is hereby given that the 39th Annual General Meeting (AGM) of the Members of **SIMRAN FARMS LIMITED** will be held on Thursday, 24th day of September, 2026 at 11.30 A.M. (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) for which purpose the Registered office of the Company shall be deemed as the venue for the Meeting and the proceedings of the Annual General Meeting shall be deemed to be made thereat, to transact the following businesses:

Ordinary Businesses:

1. **(a) To consider and adopt the Audited Standalone Financial Statements of the Company together with the Report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2026.**

   "**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026 together with the Reports of the Board of Directors and the Auditors thereon and Management Discussion Analysis and Corporate Governance Report, as circulated to the members, be considered and adopted."

   (b) To consider and adopt the Audited Consolidated Financial Statements of the Company together with the Report of the Auditors thereon for the financial year ended March 31, 2026.

   "**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026 together with the Reports of the Auditors thereon, as circulated to the members, be considered and adopted."

2. **To appoint a Director in place of Mr. Gurmeet Singh Bhatia (DIN: 00401697) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.**

   "**RESOLVED THAT** subject to the provisions of Section 152(6) and Article of Association of the Company and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Gurmeet Singh Bhatia (DIN: 00401697), who is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Special Businesses:

3. **To consider and approve payment of remuneration to Mr. Kawaljeet Singh Bhatia (DIN: 00401827) Non-Executive Non-Independent Promoter Director of the Company.**

   To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to the recommendations of the Nomination and Remuneration Committee (NRC), the Audit Committee, and the Board of Directors of the Company (the 'Board'), and in accordance with the provisions of Section 197,198 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 17(6)(ca) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and subject to such other approvals, permissions and sanctions as may be required, the approval of the Members of the Company be and is hereby accorded for the payment of remuneration of INR 4,50,000/- (Rupees Four Lakh Fifty Thousand only) payable on monthly basis to Mr. Kawaljeet Singh Bhatia (DIN: 00401827) Non-Executive Non-Independent Promoter Director of the Company, for the financial year 2026-27 and up to the date of 40th

Annual General Meeting, which exceeds 50% (fifty percent) of the aggregate remuneration payable to all Non-Executive Directors of the Company during the said financial year.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to vary, alter, increase or enhance/change from time to time, subject to overall limit on remuneration payable to all the managerial personnel taken together, as laid down in the Companies Act, 2013, read with Schedule V thereto, and subject to the requisite approvals, if any, being obtained.

RESOLVED FURTHER THAT the Board of Directors, be and is hereby, authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolutions."

4. **Re-appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697), as a Whole Time Director of the Company and payment of remuneration:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V of Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and such other provisions as may be applicable and based on the recommendation of Nomination & Remuneration Committee, Audit Committee and Board of Directors of the Company and approval from any other authority, if required, the consent of the members of the Company be and are hereby accorded for re-appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697) as Whole Time Director of the Company for further period of three years with effect from 13th August, 2026 to 12th August, 2029 on the following terms, conditions, salary and perquisites:

a) **Salary:** INR. 4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month.

b) **Perquisites:** In addition to the above salary Mr. Gurmeet Singh Bhatia (DIN: 00401697), Whole Time Director shall also be entitled to the perquisite (evaluated as per Income Tax Rule wherever applicable and at actual cost to the Company in other cases) like benefits of furnished accommodation/House Rent Allowance with gardener and security guard, gas, electricity, water and furniture, chauffeur driven car and telephone at residence, medical reimbursement, Key man insurance, term insurance, personal accident insurance, leave and leave travel concession, club fees, provident fund, superannuation fund, ex-gratia and gratuity in accordance with the scheme(s) and rule(s) applicable to the members of the staff or any modification(s) that may be made in any scheme/rule for the aforesaid benefits. However, perquisites shall be restricted to an amount equal to 25 % of annual salary.

RESOLVED FURTHER THAT, notwithstanding anything contained herein above, if in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the remuneration payable to him shall not exceed the ceiling limit prescribed in Section II of Part II of Schedule V of the Companies Act, 2013 for that year, which will be payable to him as minimum remuneration for that year.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to vary, alter, increase or enhance/change from time to time, subject to overall limit on remuneration payable to all the managerial personnel taken together, as laid down in the Companies Act, 2013, read with Schedule V thereto, and subject to the requisite approvals, if any, being obtained.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as they may in their absolute discretion deem necessary, expedient, usual and proper including filing of all related e-forms with the Registrar of Companies."

5. **Re-appointment of Mr. Gaurav Chhabra (DIN: 09603279) as a Non-Executive Independent Director of the Company for a second term of five years:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions if any of the Companies Act, 2013 ("the Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and upon recommendation of the Nomination and Remuneration Committee, Mr. Gaurav Chhabra (DIN: 09603279), who was appointed as an Independent Director of the Company at the 35th Annual General Meeting of the Company and who hold the office of the Independent Director up to 13th May, 2027 and being eligible for re-appointment as an Independent Director, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent Director and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company not liable to retire by rotation and to hold office for a further period of 5 (Five) consecutive years on the Board of the Company with effect 14th May, 2027 to 13th May, 2032 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the company (hereinafter referred to as "the Board", which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) be and is hereby authorized to do all such acts, deeds and things as may be required, necessary, expedient, in this behalf to give effect to this resolution."

6. **Approval of Material Related Party Transaction(s) with Simran Agritech Private Limited.**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Section 188 of the Companies Act, 2013 ("Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and the Company's Policy on "Materiality of Related Party Transactions and also on dealing with Related Party Transactions" and other applicable provisions, if any, as amended from time to time and pursuant to the recommendation and omnibus approval of the Audit Committee, and in supersession of the earlier resolution passed by the members at the 38th Annual General Meeting of the Company with respect to material related party transactions with Simran Agritech Private Limited, the approval of the Members be and are hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with Simran Agritech Private Limited, a related party of Company under Regulation 2(1)(zb) of the SEBI Listing Regulations and section 2(76) of the Companies Act, 2013 on such terms and conditions as may be agreed between the Company and Simran Agritech Private Limited, for an aggregate value of up to INR 400 Crores (Rupees Four Hundred Crores) to be entered for financial year 2026-27 and up to the date of 40th Annual General Meeting, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the Company and on such terms as are permitted under the applicable provisions of law.

RESOLVED FURTHER THAT the Board, be and is hereby authorized, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/authorized representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT any of the Directors and/or 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 proper, necessary, or expedient, including filing the requisite forms with the Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

By order of the Board of Directors
For Simran Farms Limited

Date: 13th August, 2026
Place: Indore

SIMRAN FARMS LTD. INDORE

Tanu Parmar
Company Secretary
ACS 34769

NOTES:

1. In terms of applicable circulars issued by Ministry of Corporate Affairs (MCA) from time to time including latest general Circular No. 03/2025 dated 22nd September, 2025 ("MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January, 30, 2026 ("SEBI Circulars"), have permitted companies to conduct AGM through Video Conferencing (VC) or other audio-visual means (OAVM), subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI master Circulars and the applicable provisions of Companies Act, 2013 and rules made there under, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulation), the 39th AGM of the Company is being convened and conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The Company has availed the facility of Central Depository Services (India) Limited (CDSL) for convening the 39th AGM through VC/OAVM, a detailed process in which the members can attend the AGM through VC/OAVM has been enumerated in Note Number 33 of this Notice.

2. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 (the Act).

3. **Electronic dispatch of notice and annual report:** In compliance with the aforesaid MCA and SEBI circulars, physical copies of the financial statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the Financial Year ended 31st March, 2026 pursuant to Section 136 of the Act and Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed there under are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/R&STA or the Depositories. The Company will not be dispatching physical copies of such statements and Notice of AGM to any Member. A Member can request for a physical copy of the Report by sending an e-mail to the Company at compliance@simranfarms.com. Further as per amended Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a letter which providing the weblink including the exact path, where complete details of Annual Report are available, will be sent by the Registrar and Share Transfer of the Company to those shareholders who have not registered their email address(es), at their address registered with the Company.

   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 and with the Company/R&STA in case the shares are held by them in physical form after complying due procedure.

4. Members who have not registered their e-mail address and those members who have become the member of the Company after Friday 21st August 2026 being the cut-off date for sending soft copy of the Notice of 39th AGM and Annual Report for the financial year 2025-26, may access the same from Company's website at www.simranfarms.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL www.evotingindia.com.

5. **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.**

   Since the 39th AGM of the Company will be convened through VC/ OAVM, where there will be no physical attendance of members, the requirement of appointment of proxies pursuant to the provisions of Section 105 of the Act has been dispensed with and requirements of Regulation 44(4) of SEBI Listing Regulations. Accordingly, route map, attendance slip and proxy form will not be annexed to this Notice.

6. Pursuant to the provisions of Sections 112 and 113 of the Act, corporate/Institutional member can authorize their representatives to attend the AGM through VC/OAVM and cast their votes through e-voting. Provided a scan copy (PDF) of the Board Resolution authorizing such representative to attend the AGM of the Company through VC/OAVM on its behalf and to vote through remote e-voting shall be sent to the Scrutinizer through the registered email address of the member(s) at lnjoshics@gmail.com with a copy marked to the Company at compliance@simranfarms.com.

7. The Statement as required under Section 102 of the Act setting out material facts concerning the business with respect to Item Nos. 3 to 6 forms part of this Notice is annexed hereto.

   As per the provisions of Clause 3.A.II of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Businesses as appearing at Item Nos. 3 to 6 of the accompanying Notice, are considered to be unavoidable by the Board and hence forming part of this Notice.

8. In terms of the Article of Association of the Company read with Section 152(6) of the Companies Act 2013, Mr. Gurmeet Singh Bhatia (DIN: 00401697) is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer himself for re-appointment. Although he is Whole Time Director, his term is fixed and shall not break due to this retirement. The Board of the Directors of the Company recommends his re-appointment.

9. The relevant details, pursuant to Regulations 36(3) of the SEBI Listing Regulations and Paragraph 1.2.5 of the Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment/retire by rotation at the AGM are provided as an annexure to the Notice, forms integral part of this notice. Requisite declarations have been received from Director(s) for seeking re-appointment.

10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts and securities holders holding securities in physical form should submit their PAN and Bank account details to the RTA.

11. Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant(s) and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participant(s). The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details.

12. Members who are holding shares in physical form are advised to submit particulars of their PAN details, e-mail address, Mobile Number, bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number etc. to our Registrar and Share Transfer Agent in prescribed Form ISR-1 quoting their folio number and enclosing the self-attested supporting document and other forms pursuant to SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 06 February 2026.

13. Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding to avail the benefits of dematerialisation, which includes easy liquidity since trading is permitted in dematerialised form only, electronic transfer and elimination of any possibility of loss of documents. Any requests for transfer of securities are not permitted unless the securities are held in dematerialised form with a depository. Members may please note that pursuant to Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, transfer of securities is permitted only in dematerialised form, except under the special window open from 05 February 2026 to 04 February 2027 for re-lodgment of physical transfer deeds executed prior to 01 April 2019.

Further, SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 and further amended vide its Circular No. HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated 30 January 2026, has mandated the listed companies to issue securities in dematerialized form only while processing service requests such as issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, the issuance of 'Letter of Confirmation' has been discontinued as per latest amended provisions. Members are therefore requested to submit duly filled and signed Form ISR-4 for availing such services. The format of the said form is available on the Company's website at compliance@simranfarms.com. and on the website of the Company's Registrar and Transfer Agents http://ankitonline.com. Members may note that service requests shall be processed only after the folio is KYC compliant. Accordingly, Members holding shares in physical form are advised to dematerialise their shareholdings at the earliest.

14. SEBI vides its Master Circular No. HO/38/13/(3)2026-MIRSD-POD/I/4298/2026 dated 06 February, 2026 introduced common and simplified norms for processing investor's service request by Registrar and Transfer Agent(s) (RTAs) and norms for furnishing PAN, KYC details and Nomination. Accordingly, the RTA cannot process any service requests or complaints received from the holder(s) / claimant(s), till PAN, KYC and Nomination documents / details are updated. The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing the aforesaid details. This communication was also intimated to the Stock Exchange and available on the website of the Company. In view of this requirement and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are once again requested to update their KYC details (through Form ISR-1, Form ISR-2 and Form ISR-3, as applicable) and consider converting their holdings to dematerialized form. Members can download Forms to make their service request with RTA from link http://www.simranfarms.com/kyc.html or contact the Company's Registrar and Transfer Agent for assistance in this regard.

15. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. Members who are either not desiring to register Nomination or would want to opt out, are requested to fill and submit Form No. ISR-3. The said forms can be downloaded from the RTA website at http://ankitonline.com. Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the shares are held in physical form, quoting their folio no.

16. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form only.

17. SEBI vide Circular no. SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/131 dated 31st July 2023 (updated as on August 04, 2023) has specified that a shareholder shall first take up his/her/their grievance with the listed entity and/ or its RTA, as per the SEBI Directives, by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/ they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal which harness online conciliation and online arbitration for resolution of disputes arising in the Indian securities market. Shareholders are requested to take note of the same. The aforesaid updated SEBI Circular can be viewed on the following link https://www.sebi.gov.in/legal/circulars/aug-2023/corrigendum-cum-amendment-to-circular-dated-july-31-2023-on-online-resolution-of-disputes-in-the-indian-securities-market_74976.html.

18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

19. 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.

20. Members desirous of obtaining any information concerning to the accounts and operations of the Company are requested to send their queries to the Company Secretary at least 7 (seven days) before the date of the meeting so that the required information can be made available at the meeting.

21. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Act are available for inspection at the registered office of the Company on any working day, between 11:00 a.m. to 1:00 p.m. (IST) and relevant documents referred to in this Notice of AGM and statement will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of dispatch of this Notice up to the conclusion of AGM. Members seeking to inspect such documents can send an email to compliance@simranfarms.com.

22. Members are requested to contact the Registrar and Share Transfer Agent for all matter connected with Company's shares at Ankit Consultancy Private Limited, 60 Pardeshipura, Electronic Complex, Indore (M.P.). Email: investor@ankitonline.com.

23. **Investor Grievance Redressal:** The Company has designated an exclusive e-mail ID i.e. compliance@simranfarms.com to enable the investors to register their complaints / send correspondence, if any.

24. **Webcast:** Members who are entitled to participate in the AGM can view the proceedings of AGM by logging in the website of CDSL at www.evotingindia.com using the login credentials.

25. The Company has appointed Mr. L.N. Joshi, Practicing Company Secretary (Membership No. FCS-5201; CP No.4216) to act as the scrutinizer for conducting the remote e-voting process as well as the e-voting during AGM, in a fair and transparent manner.

26. The voting rights of Shareholders shall be in proportion of shares held by them to the total paid up equity shares of the company as on Thursday 17th September, 2026, being the cut-off date.

27. A person, who is not a Member as on the cut-off date, Thursday 17th September, 2026 should treat this Notice for information purposes only.

28. A person who has acquired the shares and has become a member of the Company after dispatch of notice of AGM and prior to the Cut-off date i.e. Thursday 17th September, 2026 shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting during AGM following the procedure mentioned in this Notice.

29. The recorded transcript of the forthcoming AGM shall also be made available on the website of the Company www.simranfarms.com as soon as possible after the Meeting is over.

30. The procedure for joining the AGM through VC/OAVM is mentioned in this Notice. Since the AGM will be held through VC/OAVM, the route map is not annexed in this Notice.

31. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and any amendments thereto, Secretarial Standard on General Meetings ("SS-2"), Regulation 44 of the SEBI Listing Regulations and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the facility for vote through electronically in respect of the businesses to be transacted at the AGM is being provided by the Company through Central Depository Services (India) Limited ("CDSL"). Necessary arrangements have been made by the Company with CDSL to facilitate remote e-voting and e-voting during the AGM.

    For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

32. **IEPF:** Under the Act, dividends that are unclaimed/unpaid for a period of seven years are required to be transferred to the Investor Education and Protection Fund ("IEPF") administered by the Central Government. Shareholders note that, pursuant to the provisions of Section 124 of the Act read with IEPF Rules, all shares on

which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the MCA.

The Members/claimants whose shares or unclaimed dividends get transferred to IEPF may claim the shares or apply for refund from the IEPF Authority by following the refund procedure as detailed on the website of IEPF Authority at www.iepf.gov.in.

33. **The instructions for shareholders for remote e-voting and e-voting during AGM and joining meeting through VC/OAVM are as under:**

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

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

(i) The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting, and while the AGM is in progress, by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on a 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 Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without any restriction on account of first come first served basis.

(ii) The voting period begins on Monday 21st September, 2026 from 9.00 A.M. and ends on Wednesday 23rd September, 2026 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday 17th September, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and the same will be enabled during the AGM for the Members who have not casted their vote through remote E-voting.

(iii) Shareholders who have already voted prior to the meeting date may also attend / participate in the AGM through VC / OAVM but shall not be entitled to vote at the meeting venue.

(iv) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

(v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on Login icon and My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider ("ESP") for casting the vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all ESPs, so that the user can visit the ESP's website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an 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 e-voting is in progress and also be able to directly access the system of all ESPs.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If the user is already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. The user will have to enter the User ID and Password. After successful authentication, the user will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and the user will be able to see e-Voting page. Click on company name or ESP name and the user will be re-directed to ESP website for casting the vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. The user will have to enter the User ID (i.e. the 16 digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, the user will be redirected to NSDL Depository site wherein the user can see e-Voting page. Click on company name ESP name and user will be redirected to ESP website for casting vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login, user can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. User will have to enter 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, user will be redirected to NSDL Depository site

	wherein user can see E-voting page. Click on company name or E-voting service provider name and user will be re-directed to ESP website for casting vote during the remote E-voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	User can also login using the login credentials of demat account through user's Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, the user will be able to see e-Voting option. Once the user click on e-Voting option, the user will be redirected to NSDL/CDSL Depository site after successful authentication, wherein the user can see e-Voting feature. Click on company name or ESP name and user will be redirected to ESP website for casting vote during the remote e-Voting period or for 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 above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 2109911.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or contact at 022 - 4886 7000 and 022 - 2499 7000

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

(vi) Login method for e-Voting and joining virtual meeting for **physical shareholders and shareholders other than individual holding in Demat form**.

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders/Members" module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any other company, then your existing password is to be used.

   If a demat account holder has forgotten the login password then enter the user ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

6) If you are a first-time user follow the steps given below:

	For physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded

Details **OR** Date of Birth (DOB)	in the demat account or in the company records in order to login. • If both the details are not recorded with the depositories or company/RTA, please enter the member id / folio number in the Dividend Bank details field by following the instructions.

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(x) Click on the Electronic Voting Sequence Number ("EVSN") for the relevant company i.e. **Simran Farms Limited** on which you choose to vote.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution(s), you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non - Individual Shareholders and Custodians - For Remote Voting only

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be de-link in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to mandatorily send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@simranfarms.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

34. Instructions for shareholders attending the AGM through VC/OAVM & E-Voting during meeting are as under

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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 a Stable Wi-Fi or LAN Connection/ internet facility to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance from their registered e-mail at least seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@simranfarms.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@simranfarms.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
11. When a pre-registered speaker is invited to speak at the meeting but he/she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed.
12. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

35. Process for those shareholders whose Email/Mobile No. are not registered with the Company/Depositories

1. **For Physical shareholders-** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) including dully filled up form ISR-1 by email to **Company/RTA email id.**
2. **For Demat shareholders-**, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. **For Individual Demat shareholders -** Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

36. Declaration of results

A. The scrutinizer shall, immediately after the conclusion of voting during the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and submit, not later than two days of conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairperson of the Company or the person authorized by him, who shall countersign the same.

B. Based on the scrutinizer's report, the Company will submit within 2 (two) working days of the conclusion of the AGM to the Stock Exchange, details of the voting results as required under Regulation 44(3) of the SEBI Listing Regulations.

C. The results declared along with the scrutinizer's report, will be hosted on the website of the Company at www.simranfarms.com and on the website of CDSL i.e. www.evotingindia.com, immediately after the declaration of the result by the Chairperson or a person authorized by him in writing and communicated to the Stock Exchange.

D. The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Thursday, 24th September, 2026 subject to receipt of the requisite number of votes in favour of the Resolutions.

37. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21099 11.

38. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21099 11.

By order of the Board of Directors
For Simran Farms Limited

Date: 13th August, 2026
Place: Indore

SIMRAN FARMS LTD. INDORE

Tanu Parmar
Company Secretary
ACS-34769

STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

IN TERMS OF THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 (THE "ACT"), SECRETARIAL STANDARD ON GENERAL MEETINGS ("SS-2") AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("SEBI LISTING REGULATIONS"), THE FOLLOWING STATEMENT SETS OUT THE MATERIAL FACTS RELATING TO AGENDA ITEM 3 TO 6 AS SET OUT IN THE NOTICE OF 39TH ANNUAL GENERAL MEETING

Item No. 3: To consider and approve payment of remuneration to Mr. Kawaljeet Singh Bhatia (DIN: 00401827) Non-Executive Non-Independent Promoter Director of the Company.

Mr. Kawaljeet Singh Bhatia (DIN: 00401827), has tendered his resignation from the position of Whole-time Director of the Company with effect from the close of business hours on 13th August, 2025, with a view to pursuing an executive position in another company. With effect from 14th August, 2025, Mr. Kawaljeet Singh Bhatia shall continues as a Non-Executive Non-Independent Promoter Director of the Company to hold office subject to liable to retire by rotation.

In view of the aforesaid change in his position, the Board of Directors has proposed payment of remuneration to Mr. Kawaljeet Singh Bhatia in his capacity as Non-Executive Non-Independent Promoter Director of the Company. The proposed remuneration is subject to approval of the Members of the Company in accordance with the applicable provisions of the Companies Act, 2013, including Section 197 read with Schedule V thereto, as applicable, and Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Kawaljeet Singh Bhatia is Bachelor of Science and has completed his Master's in International business. During his association with the Company, he has been vested with wide powers relating to the administration and management of the business activities of the Company, particularly in areas such as procurement of raw ingredients, hatching of eggs, management of hatcheries and other allied business operations. His innovative approach, business acumen and ability to successfully navigate the challenges faced by the business have contributed significantly to the growth and development of the Company. He has played a key role in providing strategic direction, business planning and guidance for the expansion of the Company's operations. His knowledge, experience and understanding of the business have enabled the Company to pursue new opportunities and achieve higher levels of operational and business performance.

Although Mr. Kawaljeet Singh Bhatia has ceased to hold an executive position in the Company with effect from 13th August, 2025, the Company continues to derive benefit from his experience, strategic insight and guidance in his capacity as a Non-Executive Non-Independent Promoter Director.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and the Audit Committee, as applicable, has approved the proposed remuneration to be drawn by Mr. Kawaljeet Singh Bhatia in his capacity as Non-Executive Non-Independent Promoter Director, subject to the approval of the Members, as set out in Item No. 3 of this Notice.

The proposed remuneration shall be within the limits prescribed under the applicable provisions of the Companies Act, 2013 and Schedule V thereto, as amended from time to time, and shall be subject to such other statutory and regulatory approvals, conditions and restrictions as may be applicable.

The brief resume and other requisite details of Mr. Kawaljeet Singh Bhatia are annexed to this Notice.

Further, information and disclosure required as per Schedule V of the Companies Act, 2013 as amended from time to time, are set out below:-

I. General information:		
1	Nature of industry	Company is engaged in the business of poultry farming and allied activities.
2	Date or expected date of commencement of commercial production	Commencement of commercial production since 1984
3	In case of new companies, expected date	Not Applicable

	of commencement of activities as per project approved by financial institutions appearing in the prospectus	
4	Financial Performance based on given indicators	Figures in Lakhs

	Financial Year	Revenue from operations (INR in Lakhs)	Profit/(loss) before Tax (INR in Lakhs)	Profit /(loss) after Tax (INR in Lakhs)
	2025-2026	87473.43	756.20	494.55
	2024-2025	83440.93	795.88	579.50
	2023-2024	48642.35	50.71	31.12

5	Foreign investments or collaborations, if any	The Company has no foreign investments or foreign collaborations. The Company has neither made any foreign investments nor has any collaboration overseas.
II. Information about the appointee:		
1	Background details	Mr. Kawaljeet Singh Bhatia is a Bachelor of Science and has completed his Masters in International Business. He has vast experience in various functional activities of business and handling various administrative work of the Company.
2	Past remuneration	Rs. 4,50,000/- per month (Rupees Four Lakhs Fifty Thousand only)
3	Recognition or awards	None
4	Job profile and his suitability	Mr. Kawaljeet Singh Bhatia has rose steadily and steered the organization through a strategic and visionary turn around involving resilience and restructuring, ensuring that the Company attained dominant status in key operating sectors.
5	Remuneration proposed	Rs. 4,50,000/- per month (Rupees Four Lakhs Fifty Thousand only) together with perquisites as stated in the resolution
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.	Taking into the account the size of the company, industry benchmark in general, profile and position of Mr. Kawaljeet Singh Bhatia in the Company, the proposed remuneration is reasonable. The industry standard and Board level positions held in similar sized and similar positioned businesses usually offers INR 5,00,000/- per month to INR 15,00,000/- per month for such profiles.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Kawaljeet Singh Bhatia (DIN: 00401827), Non-Executive Non-Independent Promoter Director of the Company, has a pecuniary relationship with the Company by virtue of remuneration received by him and his shareholding in the Company. Except for the aforesaid pecuniary relationship, he does not have any other pecuniary relationship, directly or indirectly, with the Company or any of its managerial personnel. Mr. Kawaljeet Singh Bhatia (DIN: 00401827), Non-Executive Non-Independent Promoter Director, and Mr. Gurmeet Singh Bhatia (DIN: 00401697), Whole-time Director, are cousins of each other and both are nephews of Mr. Harender Singh Bhatia (DIN: 00509426), Managing Director of the Company.
III. Other information:		
1	Reasons of loss or inadequate profits	In FY 2025–26, the Company could not achieve the expected level of profits mainly due to higher input costs and market challenges. The prices of key poultry feed raw materials, particularly maize and soybean meal, remained elevated, resulting in higher production costs and pressure on operating margins. Further, the geopolitical developments and tensions led to fluctuations in foreign exchange rates and impacted the prices of medicines, amino acids and other imported inputs, thereby increasing the overall cost of production. The poultry industry also continued to face fluctuations in feed prices, market

		realizations and adverse climatic conditions. The Combined impact of these factors resulted in lower or inadequate profits for the year.
2	Steps taken or proposed to be taken for improvement	During the year under review, the Company continued to undertake various measures to improve its operational performance and profitability, including prudent cost management, improved farm productivity, efficient feed management, effective resource utilization and strengthening of biosecurity and disease management practices. These measures are expected to improve operational efficiency and profitability in the ensuing years.
3	Expected increase in productivity and profits in measurable terms	The Company expects a steady improvement in productivity and profitability in the coming year, supported by sustained demand for poultry products, improved farm management practices, better feed management and enhanced operational efficiencies. The Company expects continued growth in its business operations and improvement in operating margins as a result of these measures, subject to stable market conditions poultry product realisations, feed and other input costs, climatic conditions and other factors affecting the poultry industry. While the exact quantum of improvement cannot be predicted with certainty, the Company expects the measures undertaken to have a positive impact on productivity and profitability in the ensuing periods.

The information and disclosures of the remuneration package of all directors have been mentioned in the Annual Report in the Corporate Governance Report section under the heading **"Remuneration paid to Directors under Nomination and Remuneration Section"**.

Accordingly, the Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval of the Members.

Save and except Mr. Kawaljeet Singh Bhatia and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel ("KMP") of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 3 of the Notice.

Item No. 4: Re-appointment of Mr. Gurmeet Singh Bhatia (DIN: 00401697) as a Whole-Time Director of the Company and payment of remuneration:

Mr. Gurmeet Singh Bhatia is presently serving as a Whole-time Director of the Company. He holds a Bachelor of Commerce degree and has over 28 years rich experience in various business activities including more than 23 years' experience in the Poultry Feed Industry. He is having practical knowledge and experience across various segments of poultry feed industry right from poultry keeping, feed management, farm management, hatching of eggs, management of hatcheries to marketing of chicks, eggs and birds, integration, etc. His extensive industry experience and practical understanding of the poultry business have enabled him to make significant contributions to the growth and development of the Company as well as the poultry industry in Madhya Pradesh.

Considering his extensive experience, knowledge, managerial capabilities and contribution to the Company, Board of Directors at its meeting held on 13th August, 2026 proposed to re-appointment of Mr. Gurmeet Singh Bhatia as a Whole-time Director for the further period of 3 years w.e.f. 13th August, 2026 to 12th August, 2029 in accordance with the provisions contained in Sections 196, 197 and 198 read with Section 203 of the Companies Act, 2013 and Schedule V of the Companies Act 2013 and on such remuneration as mentioned in Item No.4 of this Notice for which consent of Nomination and Remuneration Committee have also been obtained subject to approval of the members or any other appropriate authority if any.

This statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The proposed remuneration will be in the limit prescribed for the managerial person in Schedule V of the Companies Act, 2013 amended up to date. The brief resume of Mr. Gurmeet Singh Bhatia is annexed with this notice.

Further, information and disclosure required as per Schedule V of the Companies Act, 2013 as amended from time to time, are set out below:-

I. General information:			
1	Nature of industry	Company is engaged in the business of poultry farming and allied activities	
2	Date or expected date of commencement of commercial production	Commencement of commercial production since 1984	
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable	
4	Financial Performance based on given indicators	Figures in Lakhs	
Financial Year	Revenue from operations	Profit/(Loss) before Tax	Profit/(Loss) after Tax
2025-2026	87473.43	756.20	494.55
2024-2025	83440.93	795.88	579.50
2023-2024	48642.35	50.71	31.12
5	Foreign investments or collaborations, if any	The Company has no foreign investments or foreign collaborations. The Company has neither made any foreign investments nor has any collaboration overseas.	
II. Information about the appointee:			
1	Background details	Mr. Gurmeet Singh Bhatia is a Bachelor of Commerce. He has 28 years rich experience in various business activities and more particularly 23 years in the Poultry Feed Industry.	
2	Past remuneration	Rs. 4,50,000/- (Rupees Four Lakhs Fifty Thousand Only) per month	
3	Recognition or awards	None	
4	Job profile and his suitability	Mr. Gurmeet Singh Bhatia is a Whole time Director as well as member of promoter group of the Company and has excellent leadership skills. He is a person of values, integrity and transparency. He always innovates new ideas and adapts new and upgraded technology. Further, his wide experience ensures that the Company will attain dominant status in key operating sectors.	
5	Remuneration proposed	Rs. 4,50,000/- (Rupees Four Lakhs Fifty Thousand Only) per month together with perquisites as stated in the resolution	
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person.	Taking into consideration the size of the Company, the profile of Mr. Gurmeet Singh Bhatia, the responsibilities to be shouldered by him and the industry benchmarks, the remuneration proposed to be paid to the Whole Time Director is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies.	
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Mr. Gurmeet Singh Bhatia (DIN: 00401697), Whole Time Director of the Company, has a pecuniary relationship with the Company by virtue of remuneration received by him and shareholding in the Company. Except for the aforesaid pecuniary relationship, he does not have any other pecuniary relationship, directly or indirectly, with the Company or any of its managerial personnel. Mr. Gurmeet Singh Bhatia (DIN: 00401697), Whole-time Director and Mr. Kawaljeet Singh Bhatia (DIN: 00401827), Non-Executive Non-Independent Promoter Director are cousins of each other and are both nephews of Mr.	

		Harender Singh Bhatia (DIN: 00509426), Managing Director of the Company.
III. Other information:		
1	Reasons of loss or inadequate profits	In FY 2025-26, the Company could not achieve the expected level of profits mainly due to higher input costs and market challenges. The prices of key poultry feed raw materials, particularly maize and soybean meal, remained elevated, resulting in higher production costs and pressure on operating margins. Further, the geopolitical developments and tensions led to fluctuations in foreign exchange rates and impacted the prices of medicines, amino acids and other imported inputs, thereby increasing the overall cost of production. The poultry industry also continued to face fluctuations in feed prices, market realizations and adverse climatic conditions. The Combined impact of these factors resulted in lower or inadequate profits for the year.
2	Steps taken or proposed to be taken for improvement	During the year under review, the Company continued to undertake various measures to improve its operational performance and profitability, including prudent cost management, improved farm productivity, efficient feed management, effective resource utilization and strengthening of biosecurity and disease management practices. These measures are expected to improve operational efficiency and profitability in the ensuing years.
3	Expected increase in productivity and profits in measurable terms	The Company expects a steady improvement in productivity and profitability in the coming year, supported by sustained demand for poultry products, improved farm management practices, better feed management and enhanced operational efficiencies. The Company expects continued growth in its business operations and improvement in operating margins as a results of these measure, subject to stable market conditions poultry product realisations, feed and other input costs, climatic conditions and other factors affecting the poultry industry. While the exact quantum of improvement cannot be predicted with certainty, the Company expects the measures undertaken to have a positive impact on productivity and profitability in the ensuing periods.

The information and disclosures of the remuneration package of all directors have been mentioned in the Annual Report in the Corporate Governance Report section under the heading **"Remuneration paid to Directors under Nomination and Remuneration Section".**

Accordingly, the Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval of the Members.

Save and except Mr. Gurmeet Singh Bhatia and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel ("KMP") of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

Item No. 5: Re-appointment of Mr. Gaurav Chhabra (DIN: 09603279) as a Non-Executive Independent Director of the Company for a second term of five years:

The Board of Directors at its meeting held on 14th May, 2022 had appointed Mr. Gaurav Chhabra (DIN: 09603279) as an Additional Director of the Company to hold office till the next Annual General Meeting. Further, the Members in their 35th Annual General Meeting held on Thursday, 15th September, 2022 confirmed the appointed of Mr.

Gaurav Chhabra (DIN: 09603279) as a Non-Executive Independent Director to hold office for a term of 5 years w.e.f. 14th May, 2022 to 13th May, 2027. Accordingly, present term of Mr. Gaurav Chhabra (DIN: 09603279), as a Non-Executive Independent Director is due to expire on 13th May, 2027.

The Nomination and Remuneration Committee of the Board of Directors, on the basis of the report of performance evaluation of independent directors, has recommended re-appointment of Mr. Gaurav Chhabra (DIN: 09603279) as a Non-Executive Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.

Based on the recommendation of the Nomination and Remuneration Committee and the performance evaluation of Mr. Gaurav Chhabra, the Board is of the opinion that his continued association with the Company would be beneficial to the Company. The Board has also taken into consideration his qualifications, professional background, experience and contribution to the deliberations of the Board and various Committees of the Company. Accordingly, the Board considers it desirable to continue to avail his valuable guidance, expertise and services as an Independent Director.

The Board therefore proposes the reappointment of Mr. Gaurav Chhabra (DIN: 09603279) as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years w.e.f. 14th May, 2027 to 13th May, 2032 subject to the approval of the Members by way of a **Special Resolution** at the ensuing Annual General Meeting.

Mr. Gaurav Chhabra (DIN: 09603279) is not disqualified from being re-appointed as a Non-Executive Independent Director in terms of Section 164 of the Act and has given his consent to act as a Non-Executive Independent Director. The Company has also received declaration from him that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and under regulation 16 (1) (b) and other applicable Regulation of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board, he fulfills the conditions for appointment as an Independent Director as specified in the Companies Act, 2013 and The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015. He has confirmed that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Director of the Company.

The Company has received notices in writing from a Member under Section 160 of the Act, proposing the candidature of Mr. Gaurav Chhabra (DIN: 09603279) for the office of Non-Executive Independent Director of the Company.

The brief profile of Mr. Gaurav Chhabra (DIN: 09603279) who is proposed to be re-appointed as a Non-Executive Independent Director is annexed herewith separately with this notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, a copy of the draft appointment letter in relation to re-appointment of Mr. Gaurav Chhabra as a Non-Executive Independent Director setting out the terms and conditions of the re-appointment would be available for inspection by the Members, by writing an email to the Company at compliance@simranfarms.com;

The disclosure under Regulation 36 of the SEBI Listing Regulations is attached to this notice separately.

Except proposed appointee and his relatives, none of the other Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution as set out at Item No. 5 of the Notice.

Accordingly, the Board recommends the Special Resolution set out in item no. 5 of this notice for approval of members.

Item No. 6: Approval of Material Related Party Transaction(s) with Simran Agritech Private Limited.

As per Regulation 23 of the Listing Regulations read with Company's Policy on Materiality of and dealing with Related Party Transactions ('the RPT Policy'), Material Related Party Transaction, means a transaction with a Related Party, where the transaction(s) to be entered into individually or taken together with previous transactions with such Related Party during a financial year, exceeds the applicable materiality threshold prescribed under Regulation 23 of the SEBI Listing Regulations, i.e. **10% of the annual consolidated turnover of the Company as per its last audited financial statements, where the annual consolidated turnover of the Company is up to Rs. 20,000 Crore**. Such material related party transactions require prior approval of the shareholders by way of an Ordinary Resolution, irrespective of whether the transactions are entered into in the ordinary course of business and/or on an arm's length basis.

Further SEBI, vide its circular SEBI/HO/CFD/CMD1/CIR/P/2022/40 dated 30th March, 2022, has clarified that a Related Party Transaction approved by the Audit Committee prior to 1st April, 2022, which continues beyond such date and if it becomes material as per revised materiality threshold provided above, shall be placed before the shareholders in the General Meeting.

It is in the above context that Item No. 6 of Notice is placed for the approval of the Shareholders of the Company.

BACKGROUND, DETAILS AND BENEFITS OF THE TRANSACTION

Simran Agritech Private Limited (SAPL) and Simran Farms Limited (SFL) are related parties by virtue of common directorship of Mr. Gurmeet Singh Bhatia, Whole Time Director of the Company, who is also director of SAPL, as well as common shareholding in both company; therefore, SAPL constitutes a "Related Party" of the Company within the meaning of the applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

SFL requires various poultry feed ingredients and finished poultry feed on a large scale for its poultry business. SAPL operates a a new automatic manufacturing and processing plant of Soya DOC and poultry feed. In ordinary course of business SFL sells maize and premix to SAPL and purchase poultry feed manufactured by SAPL which is fine and best quality as compared to the market and having excellent protein ratio for better bird quality and increase the strength the bird. Further manufacturing plant is nearby by the poultry farms which save the transportation cost. On account of established relationship between the Company and SAPL has resulted in operational convenience and cost optimization besides assurance of product quality and yield to the satisfaction of SFL. Considering the prevailing market trend, these transactions are expected to continue in the future.

The Board of Directors based on recommendation of the Audit Committee of the Company, at its meeting held on 13th August, 2026, has approved proposal to enter into related party transactions with Simran Agritech Private Limited, a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 ("the Act") and Regulation 2(1)(zb) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") subject to the approval of the Members wherever applicable.

The proposed transactions will be undertaken in the ordinary course of business and on an arm's length basis, in accordance with prevailing market terms and commercial considerations. The Board is of the view that these arrangements will strengthen operational synergies between the parties, improve capacity utilization, enhance business efficiencies, expand market reach and contribute to higher sales and profitability of the Company. Accordingly, the Board considers the proposed transactions to be in the best interests of the Company and its shareholders.

The aggregate value of the proposed transactions with SAPL during the financial year 2026-27 is expected to exceed the materiality threshold prescribed under Regulation 23 of the SEBI Listing Regulations, being 10% of the annual consolidated turnover of the Company as per its last audited financial statements for the financial year ended March 31, 2026. Accordingly, approval of the Members by way of an Ordinary Resolution is required under Regulation 23 of the SEBI Listing Regulations, the Company's Policy on Materiality of and Dealing with Related Party Transactions, and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

A statement containing all the necessary disclosures, including the information required to be placed before the Audit Committee in accordance with the SEBI Master Circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by listed entities, last updated on January 30, 2026 ("Master Circular"), read with the Industry Standards on *"Minimum Information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions"* issued vide SEBI Circular dated June 26, 2025 ("RPT Industry Standards"), was placed before the Audit Committee. Further, a certificate from the Managing Director and Chief Financial Officer (CFO), inter alia, confirming that the terms of the proposed Related Party Transactions are in the interest of the Company, was also placed before the Audit Committee.

After reviewing the aforesaid statement, certificate and other relevant information placed before it, the Audit Committee approved the proposed Material Related Party Transactions to be entered into by the Company with **SAPL** for an aggregate value of up to **Rs. 400.00 crore** during the financial year 2026-27 and up to the date of the next Annual General Meeting, subject to the approval of the Members, and recommended the same to the Board of Directors.

The Board of Directors, at its meeting held on **August 13, 2026**, after considering the recommendation of the Audit Committee and relevant information placed before it, approved the proposal and recommends the Ordinary Resolution set out at **Item No. 6** of the accompanying Notice for approval by the Members.

The information placed before the Audit Committee while seeking its approval and before the Board of Directors while seeking its recommendation to the Members for the proposed Material Related Party Transactions with **SAPL** at their respective meetings held on **August 13, 2026**, to the extent applicable, is provided below:

SN.	Particulars	Relevant disclosures
A1	**Basic Details of the Related Party**	
1	Name of the related party	Simran Agritech Private Limited (SAPL) is related party in terms of Regulation 2(1)(zc) of the SEBI Listing Regulations read with Section 2(76) of the Companies Act, 2013.
2	Country of incorporation of the related party	India
3	Nature of business of the related party	SAPL is engaged in the agriculture, food-processing and allied business, including manufacture/processing of soybean products and poultry-feed/feed ingredients. SAPL operates an automatic manufacturing and processing plant for Soya DOC and poultry feed and supplies poultry feed/feed ingredients to Simran Farms Limited.
A2	**Relationship and ownership of the related party**	
1	Relationship between the Company and Related Party including nature of its concern (financial or otherwise)	Mr. Gurmeet Singh Bhatia, Whole Time Director of the Company, and his relatives are directors and shareholders of Simran Agritech Private Limited (SAPL). Further, certain shareholders of SAPL are also shareholders of Simran Farms Limited. Accordingly, SAPL is considered a Related Party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations.
2	Shareholding of the Company, whether direct or indirect, in Related Party	Not Applicable. The Company does not hold any direct or indirect shareholding in SAPL.
3	Shareholding of Related Party, whether direct or indirect, in the Company	Not Applicable. SAPL does not hold any direct or indirect shareholding in the Company.
A3	**Details of previous transactions with the related party**	
1	Total amount of all the transactions undertaken by the Company or its subsidiaries with Related Party during the last financial year i.e. financial year ended 31st March, 2026	During the financial year ended March 31, 2026, the Company entered into transactions with SAPL relating to purchase and sale of goods, amounting to an aggregate value of Rs. 40048.75 Lakhs. Further no transactions were undertaken by subsidiary of the Company with SAPL.
2	Total amount of all the transactions undertaken by the Company or its subsidiaries with Related Party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought	During the current financial year 2026-27, up to the quarter immediately preceding the quarter in which approval is sought, the Company has entered into transactions with SAPL relating to purchase and sale of goods, amounting to an aggregate value of Rs. 9756.70 Lakhs. Further no transactions were undertaken by subsidiary of the Company with SAPL.
3	Default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Company or its subsidiary during the last financial year.	No default has been made by the SAPL concerning any obligation undertaken under any transaction with the Company during the preceding financial year.
A4.	**Amount of the proposed transaction(s)**	
1	Amount of the proposed transactions being placed for approval of the shareholders at the 39th AGM	Purchase and Sale of goods with SAPL, aggregating up to Rs. 400.00 Crores during FY 2026-27 and up to the date of the 40th Annual General Meeting
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	**Yes.** The aggregate value of the proposed transaction, together with transactions undertaken during FY 2026-27 may exceeds the materiality threshold prescribed under Regulation 23 of the SEBI (LODR) Regulations, 2015.
3	Value of the proposed transactions as a	45.73% (to be computed based on FY 2025-26 audited

	percentage of the Company's annual consolidated turnover for the immediately preceding financial year ending 31st March, 2026	consolidated turnover).
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable.
5	Value of the proposed transactions as a percentage of Related Party annual consolidated turnover for the immediately preceding financial year i.e. financial year ending 31st March, 2025 if available	The annual consolidated turnover of the Related Party for the current financial year is not available as its financial statements for the year have not been yet been prepared and audited. However, based on the audited financial statements of the Related Party for the financial year ended March 31, 2025, the value of the proposed transactions represents approximately **32.22%** of the turnover of the Related Party.
6	Financial performance of Related Party for the immediately preceding financial year i.e. financial year ending 31st March, 2025	**Particulars** — **F Y 31.03.2025 (Amounts in lakhs)** Turnover — 124146.93 Profit after tax — 1560.79 Net Worth — 4780.75
A5	**Basic details of the proposed transaction**	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase and sale of goods with Simran Agritech Private Limited (SAPL) by the Company.
2	Details of each type of the proposed transaction	The proposed transactions include purchase and sale of goods with SAPL, within the overall limit approved by the Members. The proposed transactions are in the ordinary course of business and shall be undertaken on an arm's length basis.
3	Tenure of the proposed transaction	The proposed transactions are recurring in nature and may be undertaken from time to time in the ordinary course of business. Members' omnibus approval is sought for transactions to be entered into from the date of the 39th Annual General Meeting until the conclusion of the 40th Annual General Meeting, provided that such period shall not exceed fifteen months from the date of the 39th Annual General Meeting.
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The aggregate value of the proposed transactions shall not exceed Rs. 400.00 Crores during the financial year 2026-27 and up to the conclusion of the 40th Annual General Meeting.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the Company	SAPL operates an automatic manufacturing and processing plant for Soya DOC and poultry feed. The Company requires poultry feed ingredients for its poultry business, and SAPL's products are considered suitable in terms of quality and protein ratio. Further, SAPL's manufacturing facility is located in proximity to the Company's poultry farms, resulting in transportation-cost savings and operational convenience. Accordingly, procurement from SAPL facilitates cost optimization, consistency in product quality and improved operational efficiency and yield. The proposed transactions are in the ordinary course of business and are proposed to be undertaken on an arm's-length basis.

7	**Details of the promoter(s)/ director(s) / key managerial personnel of the Company who have interest in the transaction, whether directly or indirectly.**	
	a. Name of the director / KMP	Mr. Gurmeet Singh Bhatia — Whole Time Director
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Gurmeet Singh Bhatia — Whole Time Director holds 14375 equity shares representing 35.49% of the paid-up equity share capital of the SAPL (as on the date of the Notice).
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable. No valuation or external party report has been relied upon for the proposed transaction.
9	Other information relevant for decision making.	The Audit Committee has reviewed all relevant information, including the commercial rationale, pricing mechanism and arm's length nature of the transaction, and has recommended the proposal to the Board. The transaction shall be monitored by the Audit Committee and any material modification shall require prior approval in accordance with applicable law and the Company's Policy on Related Party Transactions.
B1	**Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances**	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable. The proposed transactions are in the nature of recurring business transactions undertaken based on existing business relationships, operational requirements and commercial considerations.
2	Basis of determination of price.	The pricing of goods and services shall be determined based on prevailing market conditions, commercial negotiations, product specifications, cost factors and other relevant business considerations. The transactions shall be undertaken on an arm's length basis
3	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice) if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable, as no trade advances are proposed to be extended to SAPL in relation to the proposed transactions.
	a. Amount of Trade advance	Not Applicable
	b. Tenure	Not Applicable
	c. Whether same is self-liquidating?	Not Applicable

The Audit Committee and the Board of Directors have reviewed the proposed Material Related Party Transactions and are of the opinion that the transactions with Simran Agritech Private Limited ("SAPL") are in the ordinary course of business, are proposed to be undertaken on an arm's length basis, are in the best interests of the Company and its shareholders, and are not detrimental to the interests of the minority shareholders.

The approval sought from the Members shall be valid for the financial year 2026-27 and up to the date of the next Annual General Meeting, subject to a maximum period of fifteen months from the date of this Annual General Meeting, in accordance with the applicable provisions of the SEBI Listing Regulations and the relevant SEBI Circulars. The Company shall seek fresh approval of the Members before the expiry of the said approval, if required.

The proposed transactions shall be reviewed and monitored periodically by the Audit Committee to ensure that they continue to be in the ordinary course of business, on an arm's length basis, and remain within the limits approved by the Members. Any subsequent material modification(s) to the approved transactions, as defined under the Company's Policy on Materiality of and Dealing with Related Party Transactions, shall be placed before the Audit Committee, the Board of Directors and the Members for such approvals as may be required under Regulation 23 of the SEBI Listing Regulations, Section 188 of the Companies Act, 2013 and other applicable laws.

Based on the information placed before it and the rationale for the proposed transactions as set out in this Explanatory Statement, the Audit Committee has approved and the Board of Directors has recommended the Ordinary Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members.

Pursuant to Regulation 23 of the Listing Regulations, members may also note that no related party of the Company shall vote to approve the resolution at Item No. 6 whether the entity is a related party to the particular transaction or not. Accordingly, no Member of the Company being a Related Party of the Company as per the Listing Regulations, shall vote to approve the said resolution.

Save and except Mr. Gurmeet Singh Bhatia Whole Time Director and his relatives being a member of promoter group to the extent of their shareholding interest, if any, in the Company, none of the Directors and Key Managerial Personnel of the Company or their relatives, are concerned or interested in the proposed Resolution.

By order of the Board of Directors
For Simran Farms Limited

Date: 13th August, 2026
Place: Indore

Tanu Parmar
Company Secretary
ACS-34769

SIMRAN FARMS LTD. INDORE

Additional Information of Director who retire by rotation and seeking re-appointment at this Annual General Meeting pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard of General Meeting:

Name of Director	Mr. Gurmeet Singh Bhatia (Whole-time Director)	Mr. Gaurav Chhabra (Non-Executive Independent Director)
DIN	00401697	09603279
Date of Birth & Age	11th March, 1976, 50 years	15th February, 1976, 50 years
Date of first Appointment on Board	13th February, 2021	14th May, 2022
Nature of Expertise/Experience in specific functional areas	28 years rich experience in various business activities and more particularly 23 years in the Poultry Feed Industry	Registered Advocate with M.P. State Bar Council, Jabalpur (Madhya Pradesh) and practicing in the High Court of M.P. Bench at Indore; District Court, Indore and State Consumer Commission, Bhopal since 1999.
Qualification	Bachelor of Commerce	Bachelor of Commerce and Bachelor of Laws (LLB)
Terms and conditions of appointment	As stated in the resolution & Explanatory Statement presented to the 39th Annual General Meeting	As stated in the resolution & Explanatory Statement presented to the 39th Annual General Meeting
No. & % of Equity Shares held in the Company including shareholding as a beneficial owner	1,25,283 (2.60%) Not hold any share as a Beneficial Owner	Nil
List of outside Company's directorship held	1. Simran Foods Private Limited 2. Simran Hatcheries Private Limited 3. Puregene Biotech Limited 4. Simran Fisheries Private Limited 5. Simran Feeds Private Limited 6. Simran Agritech Private Limited	Nil
List of Companies in which resigned in the past three years	Nil	Nil
Chairman / Member of the Committees of the Board of Directors of the Company	Nil	Member of Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee
Details of remuneration sought to be paid and the remuneration last drawn by such person including sitting fees paid	Remuneration sought to be paid INR 4.50 Lakhs p.m. and the same remuneration was drawn last year. No sitting fee were paid.	Nil
Chairman / Member of the Committees of the Board Directors of other Companies in which he/she is director	Nil	Nil
Chairman / Member of the Committees of the Board Directors of other Companies in which he/she resigned in the past three years	Nil	Nil
Relationship with other Directors, Manager and other Key Managerial	He is nephew of Mr. Harender Singh Bhatia who is Managing Director of the Company.	None

Personnel of the company		
Number of Board meetings attended during the financial year	During the year 1st April, 2025 to 31st March, 2026, 5 (Five) Board Meetings of the Company were held and Mr. Gurmeet Singh Bhatia had attended 4 (Four) Meetings.	During the year 1st April, 2025 to 31st March, 2026, 5 (Five) Board Meetings of the Company were held and Mr. Gaurav Chhabra had attended all the 5 (Five) Meetings.
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	The role and capabilities as required in the case of an independent director are well defined in the "Terms and Conditions for appointment of Independent 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 Mr. Chhabra and concluded that Mr. Chhabra possess the relevant skill and capabilities to discharge the role of Independent Director.

By order of the Board of Directors
For Simran Farms Limited

Date: 13th August, 2026
Place: Indore

SIMRAN FARMS LTD. INDORE

Tanu Parmar
Company Secretary
ACS-34769