Ambar
PROTEIN INDUSTRIES LTD.
FORMERLY ANKUR PROTEIN INDUSTRIES LTD.

31.08.2026

To
The Manager
Listing Compliance
Bombay Stock Exchange Limited
P.J.Towers, Dalal Street,
Mumbai-400 001
Maharashtra, India

SCRIP CODE: 519471

Subject: Submission of Notice of the 33rd Annual General Meeting

Dear Sir(s),

We wish to inform you that the 33rd Annual General Meeting ("AGM") of the Members of Ambar Protein Industries Limited ("the Company") is scheduled to be held on Wednesday, September 30, 2026 at 10:00 A.M. (IST) at Register Office of the Company.

The Notice convening the 33rd AGM, along with the requisite explanatory statement, has been dispatched electronically to the eligible Members of the Company today as i.e. August 31, 2026.

The remote e-voting facility will commence on Sunday, September 27, 2026 at 09:00 A.M. (IST) and shall end on Tuesday, September 30, 2026 at 05:00 P.M. (IST). The cut-off date for determining the eligibility of Members to vote electronically is Wednesday, September 24, 2026.

In this regard, we hereby submit the Notice of the 33rd Annual General Meeting of the Company for your information and records

Thanking you,

FOR, AMBAR PROTEIN INDUSTRIES LIMITED

(Compliance Officer

AMBAR PROTEIN INDUSTRIES LIMITED AHMEDABAD

अंकुर
रिफाईन्ड कपासिया तेल

Plot No. 351, 353, 358, Opp. Bhagyoday Hotel, Sarkhej - Bavla Highway, Changodar, Ta. : Sanad, Dist. : Ahmedabad -382213, Gujarat. | M. : 9879553424 E. : ambarprotein@gmail.com
W. : www.ambarprotein.com

GSTIN No.: 24AABCM0541N1ZM | PAN No.: AABCM0541N | CIN No.: L15400GJ1992PLC018758
Subject to Ahmedabad Jurisdiction

NOTICE to the Members 33rd Annual General Meeting

NOTICE is hereby given that the 33rd Annual General Meeting of the members of **M/s. AMBAR PROTEIN INDUSTRIES LIMITED** will be held on Wednesday the 30th September, 2026 at 10:00 A.M. at Register office of the Company situated at Block No. 351p2, 353p2 and 358, Panchratna Estate, Sarkhej Bavla Highway, Changodar Ahmedabad GJ 382213 to transact, with or without modification(s) the following business:

ORDINARY BUSINESS:

ITEM NO. 1- ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2026, including the audited Balance Sheet as at March 31, 2026, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

ITEM NO. 2- APPOINTMENT OF DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Shri. Bharat Dasrathbhai Patel (DIN: 07150579) retires from office by rotation and being eligible offers herself for re-appointment.

ITEM NO. 3- APPOINTMENT OF DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Shri Shirishkumar Dashrathbhai Patel (DIN: 07150566) who retires from office by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

ITEM NO. 4-TO APPROVE THE REMUNERATION OF COST AUDITORS FOR THE YEAR 2026-27

To consider and, if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s J. B. Mistri & Co., Cost Accountants (Firm Registration No. 101067), Ahmadabad appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year ending March 31, 2027, be paid the remuneration of 40,000 (excluding out of pocket expenses and applicable tax).

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as maybe necessary or expedient to give effect to this resolution."

ITEM NO.5-TO APPROVE THE RELATED PARTY TRANSACTIONS OF THE COMPANY UNDER SECTION 188 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to give your assent/dissent to pass the following resolution as a **Ordinary Resolution: -**

"RESOLVED THAT, pursuant to the provisions of Section 188 and other applicable provisions and regulations of Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and other applicable provisions of the Listing Regulations, the consent of the Company be and is hereby accorded to enter into the related party transaction by the Company with the respective related parties and for the details mentioned herein below:

Sr. No	Nature of Transaction as per section 188 of The Companies Act, 2013	Name of Director/ KMP who is interested and nature of their relationship	Name of Related Parties	Receipts	Payment
1	Leasing/sublease/rent	Mr. Pradeep C Khetani, Mrs. Shobhana J Vachhani, Mr. Jayprakash J Vachhani, Mr. Bharat D Patel, & Mr. Shirish D Patel, Directors of Company are common Partners	Ankur Oil Industries	1.00 Cr	-

2	Sales of goods	Mr. Pradeep C Khetani, Mrs. Shobhana J Vachhani, Mr. Jayprakash J Vachhani, Mr. Bharat D Patel, & Mr. Shirish D Patel, Directors of Company are common Partners	Ankur Oil Industries	400.00 Cr	**-**

RESOLVED FURTHER THAT, the transaction may be entered into subject to the compliance of criteria mentioned under Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 of the Companies Act, 2014.

RESOLVED FURTHER THAT the Board of Directors of the Company/ or Committee thereof be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company".

ITEM NO.6 TO APPROVE THE RELATED PARTY TRANSACTIONS OF THE COMPANY UNDER SECTION 188 OF THE COMPANIES ACT, 2013.

To consider and, if thought fit, to give your assent/dissent to pass the following resolution as an **Ordinary Resolution: -**

"RESOLVED THAT, pursuant to the provisions of Section 188 and other applicable provisions and regulations of Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and other applicable provisions of the Listing Regulations, the consent of the Company be and is hereby accorded to enter into the related party transaction by the Company with the respective related parties and for the details mentioned herein below:

Sr. No	Nature of Transaction as per section 188 of The Companies Act, 2013	Name of Director/ KMP who is interested and nature of their relationship	Name of Related Parties	Receipts	Payment
1	Selling or otherwise disposing movable tin filling Machineries	Mr. Pradeep C Khetani, Mrs. Shobhana J Vachhani, Mr. Jayprakash J Vachhani, Mr. Bharat D Patel, & Mr. Shirish D Patel, Directors of Company are common Partners	Ankur Oil Industries	1.50 Cr	**-**

RESOLVED FURTHER THAT, the transaction may be entered into subject to the compliance of criteria mentioned under Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 of the Companies Act, 2014.

RESOLVED FURTHER THAT the Board of Directors of the Company/ or Committee thereof be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company".

ITEM NO.7 VARIATION IN REMUNERATION OF MR. PRADEEP CHUNILAL KHETANI (DIN: 01786030), MANAGING DIRECTOR.

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules framed thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and other applicable provisions of the Listing Regulations, and in furtherance of the Ordinary Resolution passed in the 31st Annual General Meeting, consent of the Members be and is hereby accorded for variation in remuneration of Mr. Pradeep Chunilal Khetani (DIN: 01786030), Managing Director, on the terms and conditions as set out in the Explanatory Statement annexed hereto including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his tenure, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the Listing Regulations, consent of the Members of the Company be and is hereby accorded for payment of remuneration to Mr. Pradeep Chunilal Khetani (DIN: 01786030), Managing Director, notwithstanding that the annual remuneration payable to him may exceed ₹ 1 crore or 5 percent of the net profits of the Company (whichever is higher) in any financial year during his tenure.

RESOLVED FURTHER THAT save and except as aforesaid, all other terms and conditions of appointment and remuneration of Mr. Pradeep Chunilal Khetani (DIN: 01786030) approved at the 31ST Annual General Meeting held on shall continue to remain in full force and effect."

ITEM NO.8 VARIATION IN REMUNERATION OF MR. JAYPRAKASH J VACHHANI (DIN: 00385897), WHOLE TIME DIRECTOR.

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules framed thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and other applicable provisions of the Listing Regulations, and in furtherance of the Ordinary Resolution passed in the 31st Annual General Meeting held, consent of the Members be and is hereby accorded for variation in remuneration of Mr. Jayprakash J Vachhani (Din: 00385897), Whole Time Director, on the terms and conditions as set out in the Explanatory Statement annexed hereto including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his tenure, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT pursuant to regulation 17(6)(e) of the Listing Regulations, consent of the Members of the Company be and is hereby accorded for payment of remuneration to Mr. Jayprakash J Vachhani (Din: 00385897), Whole Time Director, notwithstanding that the annual remuneration payable to him may exceed ₹ 1 crore or 5 percent of the net profits of the Company (whichever is higher) in any financial year during his tenure.

RESOLVED FURTHER THAT save and except as aforesaid, all other terms and conditions of appointment and remuneration of Mr. Jayprakash J Vachhani (Din: 00385897), Whole Time Director approved at the 31ST Annual General Meeting held on shall continue to remain in full force and effect."

ITEM NO.9 TO APPROVE PAYMENT OF COMMISSION TO MR. BHARATBHAI D PATEL, NON-EXECUTIVE NON-INDEPENDENT DIRECTOR

To consider and, if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT in accordance with the provisions of Sections 197, 198, Schedule V and other applicable provisions and amendments thereto, if any, of the Companies Act, 2013, ("the Act") and the rules framed thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company do hereby authorize the payment of Commission to Mr. Bharatbhai D Patel, Non-Executive Non-Independent Director of the Company; (i) in case of profits, at the rate of 1% (One percent) on the net profits of the Company, to be computed in the manner prescribed in Section 198 of the Act, in any financial year of the Company; and (ii) in case of no profits or inadequate profits, as per the limits prescribed in Schedule V of the Act; for a period of 5 years commencing from 1st October 2026 upto 30th September 2031.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Committee thereof be and are hereby authorised to perform all such acts and things and to sign all such deeds and documents, as may be considered necessary, desirable or expedient to give effect to this resolution."

By Order of the Board of Directors

Date: 14th August, 2026	Bharat D Patel	Pradeep C Khetani
Place: Ahmedabad	**Director**	**Managing Director**
	(Din: 07150579)	**(Din: 01786030)**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IN THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN FORTY-EIGHT HOURS (48) BEFORE THE COMMENCEMENT OF THE MEETING.**

   A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at 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 AGM will be provided by CDSL.

3. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.ambarprotein.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com. Company's web-link on the above will also be provided in advertisement being published in the newspaper

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the special business under Item no 3 to 9 of the Notice and the relevant details of the Directors seeking re-appointment as set out as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Requirements, 2015 and under Secretarial Standards-2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India are annexed hereto.

5. The Share Transfer Books and Register of Members of the Company will remain closed from Thursday, the 24th September, 2026 to Wednesday, the 30th September, 2026, both days inclusive.

6. Members holding shares, in physical form, if any are requested to immediately get the same dematerialized as it is now mandatory as per the provisions of the Companies Act, 2013 that all shares of the listed entity shall be held in Demat form only. Further, in case of physical shares, no transaction w.r.t transfer/transmission will be carried out by the Company and that the Company shall not be held responsible for such rejection to the application made in this regard by the members holding physical shares.

7. 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. Members holding shares in physical form can submit their PAN details to the Company/ Registrar and Transfer Agent.

8. Members holding shares in Demat form are requested to notify any changes in their Addresses with their Depository Participants. For Members holding shares in physical form are requested to notify about the same to the Company/ Company's Registrar & Share Transfer Agent (RTA) viz. MUFG In time India Private Limited.

9. All documents referred to in the accompanying notice and explanatory statement will be kept open for inspection at the Registered Office of Company on all working days during business hours prior to date of Annual General Meeting

10. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility of voting through electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 15.
11. Corporate members intending to send their authorised representatives to attend the meeting are requested to send to the Company a Certified Copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
12. Members are requested to bring attendance slip along with their copy of Annual Report to the meeting.
13. In case of joint holders attending the meeting, only such holder who is higher in the order of names will be entitled to vote.
14. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
15. The instructions for shareholders voting electronically are as under:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

i. The voting period begins on 9:00 A.M on Sunday, the 27th September, 2026 and ends on 5:00 P.M on Tuesday, the 29th September, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, the 23rd September 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

iv. 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 abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name**

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

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

v. Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

vi. After entering these details appropriately, click on "SUBMIT" tab.

vii. 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.

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

ix. Click on the EVSN for the relevant <Company Name: **Ambar Protein Industries limited**> on which you choose to vote.

x. 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.

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

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

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

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

xv. 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.

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 delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; **ambarinv@gmail.com**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

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

INFORMATION ON DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015) AND SECRETARIAL STANDARDS ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA WITH RESPECT TO GENERAL MEETINGS

NAME	Shri Shirish D Patel	Shri Bharat D Patel
DIN	07150566	07150579
Designation	Non-Executive Director	Non-Executive Director
Date of Birth	26/06/1978	20/07/1973
Date of Appointment	06/04/2015	06/04/2015
Qualification	Graduate in Commerce	Graduate in Commerce
Experience in specific functional area	Graduate and having more than 22 years of experience in Production and Marketing	Graduate and having more than 27 years of experience of Production and Marketing
Terms and conditions of appointment/ reappointment along with details of remuneration sought to be paid	Non-Executive Director liable to retire by rotation	Non-Executive Director liable to retire by rotation
Number of Meetings of the attend during the Year.	5	5
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL	NIL
Listed entities from which the Director has resigned in the past three years	NIL	NIL
Shareholding	40200 Equity Shares	205250 Equity Shares
Relationships between Directors inter-se	Son of Shri Dashrath A Patel and Brother of Shri Bharat D Pate	Son of Shri Dashrath A Patel and Brother of Shri Shirish D Patel

EXPLANATORY STATEMENT Pursuant to Section 102(1) of the Companies Act, 2013

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

In respect of Item No. 4:

The Board, on the recommendation of Audit Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending on March 31, 2027. The remuneration fixed is 40,000/- (excluding out of pocket expenses and applicable rate of tax).

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No.4 of the Notice for ratification of remuneration payable to the Cost Auditors for the financial year ending on March 31, 2027.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise, in this resolution. The Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval by the members.

In respect of Item No. 5:

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain the prior approval of Shareholders by way of ordinary resolution;

1. Sale, purchase or supply of any goods or materials directly or through appointment of agents exceeding ten percent of the turnover of the Company or rupees one hundred crore, whichever is lower as mentioned in Clause(a) and Clause (e) respectively of sub-section (1) of Section 188.
2. leasing of property of any kind exceeding ten percent of the net worth or exceeding ten percent of turnover of the Company or rupees one hundred crore, whichever is lower as mentioned in clause (c) of sub-section (1) of Section 188.

Prior approval of the shareholders by way of an Ordinary Resolution must be obtained:

a) Sale, purchase or supply of any goods or materials.
b) Leasing of property of any kind.

In the light of the provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013) the name of the related parties, name of the Director or Key Managerial Personnel who is related, if any and nature of relationship is mentioned in the resolution.
The respective transactions have been carried out on arm's Length basis and all factors relevant to the respective transactions have been considered by the Board.

The Board of Directors recommends the resolution set forth in item No. 5 for approval of the Members.

Shri Pradeep C Khetani, Shri Jayprakash J Vachhani, Shri Bharat D Patel, Shri Shirish D Patel, Shri Dashrath A Patel and Smt Shobhana J Vachhani are interested in the said resolution.

Except this no other Director or Key Managerial Personnel or their relatives are concerned or interested in this resolution except to the extent their respective shareholding in the Company.

In respect of Item No. 6:

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain the prior approval of Shareholders by way of ordinary resolution;

1. selling or otherwise disposing of or buying property of any kind, directly or through appointment of agent, amounting to ten per cent. or more of net worth of the company , as mentioned in clause (b) and clause (e) respectively of sub-section (1) of section 188;.

Prior approval of the shareholders by way of an Ordinary Resolution must be obtained:

a) Selling or otherwise disposing movable tin filling Machineries

In the light of the provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013) the name of the related parties, name of the Director or Key Managerial Personnel who is related, if any and nature of relationship is mentioned in the resolution.
The respective transactions have been carried out on arm's Length basis and all factors relevant to the respective transactions have been considered by the Board.

The Board of Directors recommends the resolution set forth in item No. 6 for approval of the Members.

Shri Pradeep C Khetani, Shri Jayprakash J Vachhani, Shri Bharat D Patel, Shri Shirish D Patel, Shri Dashrath A Patel and Smt Shobhana J Vachhani are interested in the said resolution.

Except this no other Director or Key Managerial Personnel or their relatives are concerned or interested in this resolution except to the extent their respective shareholding in the Company.

In respect of Item No. 7:
The Members of the Company had, at the 31st Annual General Meeting, approved the appointment/re-appointment of Mr. Pradeep Chunilal Khetani (DIN: 01786030) as the Managing Director of the Company and the terms and conditions of his appointment and remuneration.

The Board of Directors, at its meeting held on 14th August 2026, based on the recommendation of the Nomination and Remuneration Committee, has approved the proposal for variation in the remuneration payable to Mr. Pradeep Chunilal Khetani, Managing Director, subject to the approval of the Members of the Company.

The proposed variation in remuneration is being made keeping in view the responsibilities entrusted to him as Managing Director, his experience and contribution to the affairs and growth of the Company, the scale and complexity of the Company's operations, the prevailing remuneration levels for similar positions and the overall performance and business requirements of the Company.

The revised remuneration proposed to be payable to Mr. Pradeep Chunilal Khetani may exceed ₹ 1 crore or 5 percent of the net profits of the Company (whichever is higher) in any financial year during his tenure.

All other terms and conditions of his appointment shall remain unchanged, except to the extent specifically modified by the proposed variation.

The proposed remuneration shall be subject to the applicable provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, in the event of loss or inadequacy of profits in any financial year during his tenure, the remuneration proposed to be paid to Mr. Pradeep Chunilal Khetani shall be governed by the applicable provisions of Schedule V to the Companies Act, 2013 and the approvals contemplated therein. The proposed remuneration may exceed the limits prescribed under Section 197 of the Act, subject to the approval of the Members by way of Special Resolution and compliance with all applicable statutory requirements.

Further, pursuant to Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members is also being sought for payment of remuneration to Mr. Pradeep Chunilal Khetani, Managing Director, notwithstanding that the annual remuneration payable to him may exceed ₹1 crore or 5% of the net profits of the Company, whichever is higher, in any financial year during his tenure, subject to the applicable provisions of the Listing Regulations and the Companies Act, 2013.

Accordingly, the Board recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for approval of the Members.

Except Mr. Pradeep Chunilal Khetani and his relatives, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The disclosures as required under Section 196 read with Schedule V to the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided below:

PARTICULARS	**DETAILS**
Name of the Director	Mr. Pradeep Chunilal Khetani
DIN	01786030
Designation	Managing Director
Date of Birth	05-06-1955
Date of first appointment on the Board	10-02-2004
Date of appointment/re-appointment as Managing Director	30-05-2024
Qualifications	Graduate in Commerce
Experience / Expertise	Graduate in Commerce and 30 to 40 years of experience in field of Edible Oil Business Including Marketing and Financing.
Terms and conditions of appointment	As approved by the Members and as proposed to be varied by this Resolution
Proposed remuneration	As set out above
Remuneration last drawn	1,75,000 Per Month
Date of expiry of present term	31st May, 2028
Shareholding in the Company	687755
Relationship with other Directors/KMPs	NA
Number of Board Meetings attended during the financial year	5
Other Directorships	1. Ankur Oil Chartable Foundation
Membership/Chairmanship of Committees	1

In respect of Item No. 8:

The Members of the Company had, at the 31st Annual General Meeting, approved the appointment/re-appointment of Mr. Jayprakash Jairambhai Vachhani as the Whole Time Director of the Company and the terms and conditions of his appointment and remuneration.

The Board of Directors, at its meeting held on 14th August 2026, based on the recommendation of the Nomination and Remuneration Committee, has approved the proposal for variation in the remuneration payable to Mr. Jayprakash Jairambhai Vachhani, Whole Time Director, subject to the approval of the Members of the Company.

The proposed variation in remuneration is being made keeping in view the responsibilities entrusted to him as Managing Director, his experience and contribution to the affairs and growth of the Company, the scale and complexity of the Company's operations, the prevailing remuneration levels for similar positions and the overall performance and business requirements of the Company.

The revised remuneration proposed to be payable to Mr. Jayprakash Jairambhai Vachhani may exceed ₹ 1 crore or 5 percent of the net profits of the Company (whichever is higher) in any financial year during his tenure.

All other terms and conditions of his appointment shall remain unchanged, except to the extent specifically modified by the proposed variation.

The proposed remuneration shall be subject to the applicable provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, in the event of loss or inadequacy of profits in any financial year during his tenure, the remuneration proposed to be paid to Mr. Jayprakash Jairambhai Vachhani shall be governed by the applicable provisions of Schedule V to the Companies Act, 2013 and the approvals contemplated therein. The proposed remuneration may exceed the limits prescribed under Section 197 of the Act, subject to the approval of the Members by way of Special Resolution and compliance with all applicable statutory requirements.

Further, pursuant to Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the Members is also being sought for payment of remuneration to Mr. Jayprakash Jairambhai Vachhani, Whole Time Director, notwithstanding that the annual remuneration payable to him may exceed ₹1 crore or 5% of the net profits of the Company, whichever is higher, in any financial year during his tenure, subject to the applicable provisions of the Listing Regulations and the Companies Act, 2013.

Accordingly, the Board recommends the Special Resolution set out at Item No. 8 of the accompanying Notice for approval of the Members.

Shri Jayprakash J Vachhani (DIN: 00385897) and Smt. Shobhana J Vachhani (DIN: 02360981) are interested in the said resolution. Except them no other Director or Key Managerial Personnel or their relatives are concerned or interested in this resolution except to the extent their respective shareholding in the Company.

The disclosures as required under Section 196 read with Schedule V to the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are provided below:

PARTICULARS	DETAILS
Name of the Director	Mr. Jayprakash Jairambhai Vachhani
DIN	00385897

Designation	Whole Time Director
Date of Birth	16/09/1956
Date of first appointment on the Board	31-12-1992
Date of appointment/re-appointment as WTD	30-05-2024
Qualifications	Graduate in Commerce
Experience / Expertise	Graduate in Commerce and 30 to 40 years of experience in field of Edible Oil Business Including Marketing and Financing.
Terms and conditions of appointment	As approved by the Members and as proposed to be varied by this Resolution
Proposed remuneration	As set out above
Remuneration last drawn	1,75,000 Per Month
Date of expiry of present term	31st May, 2028
Shareholding in the Company	5,74,650
Relationship with other Directors/KMPs	NA
Number of Board Meetings attended during the financial year	5
Other Directorships	NA
Membership/Chairmanship of Committees	1

In respect of Item No. 9:
The Company proposes to obtain approval of the Members for payment of commission to Mr. Bharatbhai D. Patel, Non-Executive Non-Independent Director, in accordance with Sections 197 and 198, Schedule V and other applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The brief particulars as required under Schedule V to the Act are as follows:

Particulars	**Details**
Name of Director	Mr. Bharatbhai D. Patel
Designation	Non-Executive Non-Independent Director
Nature of remuneration	Commission
Proposed remuneration	Up to 1% of net profits of the Company, computed under Section 198 of the Act; and in case of no/inadequate profits, within the limits prescribed under Schedule V
Tenure	1st October 2026 to 30th September 2031
Other terms	As may be determined by the Board of Directors from time to time, subject to applicable laws
Nature of duties	Providing strategic guidance, advice and supervision in relation to the affairs and business of the Company
Past remuneration	Commission/remuneration, if any, paid during the preceding financial year as disclosed in the Annual Report

Particulars	Details
Pecuniary relationship	Apart from the proposed commission and remuneration, if any, Mr. Bharatbhai D. Patel has no pecuniary relationship with the Company
Comparative remuneration	The proposed remuneration is commensurate with the responsibilities and contribution of the Director and is subject to the statutory limits
Other information	The Company shall comply with the applicable conditions and disclosures prescribed under Schedule V to the Act

Accordingly, the Board recommends the Special Resolution set out at Item No. 9 of the accompanying Notice for approval of the Members.

Except Mr. Bharat Patel and his relatives, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the said Resolution.

By Order of the Board of Directors

Date: 14th August, 2026
Place: Ahmedabad

Bharat D Patel
Director
(Din: 07150579)

Pradeep C Khetani
Managing Director
(Din: 01786030)

ATTENDANCE SLIP FOR THE 33rd ANNUAL GENERAL MEETING

(TO BE HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

Folio No./DP ID/Client ID

Number of Shares Held :____

Name of Shareholder :____

Name of Proxy / Authorised Representative :____

I hereby record my presence at the 33rd Annual General Meeting held at 10: 00 a.m. on 30th September, 2026 at Registered Office situated at Sarkhej Bavla Highway Opp: Bhagyoday Hotel at Changodar Ahmedabad-382213.

Signature of Member / Proxy / Authorised Representative attending the meeting__________________________

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AMBAR PROTEIN INDUSTRIES LIMITED

Register Office: Changodar, Sarkhej-Bavla highway, Dist. Ahmedabad

Tel: 02717-250220/221, Email: ambarinv@gmail.com

CIN: L15400GJ1992PLC018758

Form No. MGT- 11

PROXY FORM

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

Member's Name	
Folio No. / Client ID	
DP ID	
Address	
E-Mail ID	

I / We, being member(s) of Ambar Protein Industries Limited having__________________ shares, hereby appoint:

a) Name.. Address...

E-Mail ID.. Signature... Or failing him;

b) Name.. Address...

E-Mail ID.. Signature... Or failing him;

c) Name.. Address...

E-Mail ID.. Signature... Or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on at 10.00 a.m. on 30th September, 2026 at Registered Office situated at Sarkhej Bavla Highway Opp: Bhagyoday Hotel at Changodar Ahmedabad-382213 and at any adjournment thereof in respect of such resolutions as are indicated as follows:

Resolution No.	Resolution
	ORDINARY BUSINESS
1	To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2026, including the audited Balance Sheet as at March 31, 2026, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2	To appoint a Director in place of Shri. Bharat Dasrathbhai Patel (DIN: 07150579) who retires from office by rotation and being eligible offers himself for re-appointment.
3	To appoint a Director in place of Shri Shirishkumar Dashrathbhai Patel (DIN: 07150566) who retires from office by rotation and being eligible offers himself for re-appointment.
	SPECIAL BUSINESS
4	To approve the remuneration of cost auditors for the year 2026-27
5	To Approve the Related Party Transactions of The Company Under Section 188 Of the Companies Act, 2013
6	To Approve the Related Party Transactions of The Company Under Section 188 Of the Companies Act, 2013
7	Variation in remuneration of Mr. Pradeep Chunilal Khetani (DIN: 01786030), Managing Director
8	Variation in remuneration of Mr. Jayprakash J Vachhani (DIN: 00385897), Whole Time Director
9	To approve payment of commission to Mr. Bharatbhai D Patel, Non-Executive Non-Independent Director

Signed this………………………… day of………………………….. 2026.

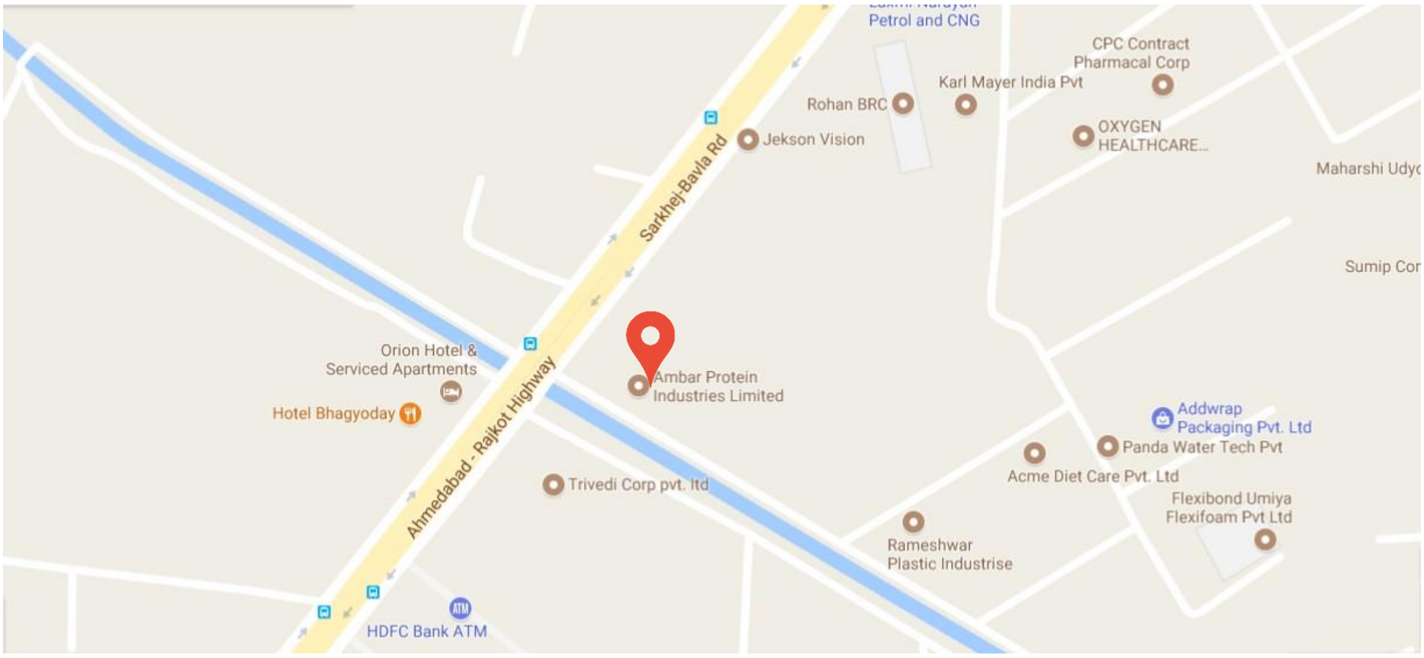
Affix
Revenue
Stamp

____________________ ______________________

Signature of Shareholder Signature of Proxyholder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

ROUTE MAP OF ANNUAL GENERAL MEETING VENUE



SHAREHOLDER ARE REQUESTED TO BRING THEIR COPIES OF ANNUAL REPORT AT THE ANNUAL GENERAL MEETING AS THE SAME WILL NOT BE DISTRIBUTED