GALAXY AGRICO EXPORTS LTD.

Date: 04th September, 2026

To,
The Deputy General Manager
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Scrip Code: 531911
Scrip Id: GALAGEX

Sub.: **Notice of 32nd Annual General Meeting of the Company**

Dear Sir/Madam,

We are enclosing herewith the Notice of 32nd Annual General Meeting ("AGM") of Galaxy Agrico Exports Limited to be held on Monday, September 28th, 2026 at 03:00 p.m. 236 Jai Kishan Industrial Estate, Behind Murlidhar Weighbridge, Veraval- Shapar 360024, Dist: Rajkot (Gujarat) India.

Kindly take the above on record and acknowledge the receipt of the same.

Thanking You

Yours Faithfully

For and on Behalf of the Board of Directors
GALAXY AGRICO EXPORTS LIMITED

PRASHANT SUDHIR KHAIRNAR
Digitally signed by PRASHANT SUDHIR KHAIRNAR
Date: 2026.09.04 18:15:35 +05'30'

Prashant Sudhir Khairnar
Director
DIN: 11434708

Encl: As Above

GALAXY AGRICO EXPORTS LTD.

236 Jai Kishan Industrial Estate, Behind Murlidhar Weigh Bridge, Veraval- Shapar 360024,
Dist: Rajkot 360024 (Gujarat) India Phone: 02827-252676,
Email: galaxyagrico2024@gmail.com, Web: www.galaxyagrico.com
CIN: L20119GJ1994PLC021368

ANNUAL REPORT 2025-26

COMPANY INFORMATION

BOARD OF DIRECTORS:

Nathabhai Jerambhai Sadaria (Resigned w.e.f. 30.03.2026)	-	Managing Director
Manoj Harsukhlal Shah (Resigned w.e.f. 30.03.2026)	-	Whole Time Director
Sanjay Jayantilal Patel (Resigned w.e.f. 30.03.2026)	-	Whole Time Director
Kiran Bavanjibhai Govani (Resigned w.e.f. 30.03.2026)	-	Independent Director
Ajay Ramjibhai Patel (Resigned w.e.f. 30.03.2026)	-	Independent Director
Jagdish Manshukhlal Shah (Resigned w.e.f. 30.03.2026)	-	Independent Director
Mausamiben Pareshbhai Sadaria (Resigned w.e.f. 30.03.2026)	-	Women Director
Richa Kachhawaha	-	Independent Director
Prashant Sudhir KhairNAR (Date of appointment 17th December, 2025)	-	Executive Director (Additional Director)
Abhay Vasantrao Galgate (Date of Resignation 27th January, 2026)	-	Executive Director
Jay Narayan Nayak (Date of Appointment 24TH May 2024 and Date of Resignation 02nd May, 2025)	-	Independent Director

*Mukesh Jiut Yadav independent additional director of the company appointed as on **30th June, 2026**.
* Bhawana Aswani independent additional director of the company appointed as on **30th June, 2026**.
* Kalpataru Bhogilal Shah Executive Director and Chief Financial Officer (CFO) additional director of the company appointed as on **9th April, 2026**.

CHIEF FINANCIAL OFFICER

Jayantilal Panchanbhai Kansagara (Resigned w.e.f. 30.03.2026)
Kalpataru Bhogilal Shah (Appointed w.e.f. 09th April, 2026)

COMPANY SECRETARY AND COMPLIANCE OFFICER
Utsavi Lalit Bhatia

SECRETARIAL AUDITOR
M/s Ramesh Chandra Bagdi & Associates
Practicing Company Secretaries
(Firm Registration No. S2021MP835800)

AUDITORS

H. B. KALARIA AND ASSOCIATES
A-601/602 The Imperial Heights,
Opp. Big Bazaar, 150 Ft. Ring Road,
Rajkot-360005

REGISTRERED OFFICE

236 Jaikishan Ind. Estates,
Behind Murlidahr Weigh Bridge,
Veraval (Shapar)-360024
Dist. Rajkot (Gujarat) India

REGISTERED AND SHARE TRANSFER AGENET

MAIN OFFICE

MUFG Intime India Private Limited
C-13 Panalal Silk Mill Compound,
Lbs Marg, Bhandup (W),
Mumbai-400078 (Maharashtra)

AHMEDABAD BRANCH
MUFG Intime India Private Limited
303 Shoppers Plaza-V,
Opp: Muncipal Market,
Off: C.G. Road, Navrangapura,
Ahmedabad-380009 (Gujarat) India
ahmedabad@linkintime.co.in

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 32ND ANNUAL GENERAL MEETING OF GALAXY AGRICO EXPORTS LIMITED WILL BE HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 236 JAI KISHAN INDUSTRIAL ESTATE, BEHIND MURLIDHAR WEIGHBRIDGE, VERAVAL- SHAPAR 360024, DIST: RAJKOT (GUJARAT) INDIA ON 28TH SEPTEMBER, 2026 AT 03:00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

<u>ORDINARY BUSINESS:</u>

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31st, 2026, including the Audited Balance Sheet as at March 31st, 2026, the Statement of Profit and Loss & Cash Flow Statement for the Year ended on that date together with the Reports of the Board of Directors and Auditors there on.:**

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

   "**RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31st, 2026, together with the Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted.

2. **To Appoint Director in place of Mr. Prashant Sudhir Khairnar (DIN: 11434708) who retires by rotation and being eligible to offer himself for reappointment.**

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the member of the company be, and is hereby accorded to their appointment of **Mr. Prashant Sudhir Khairnar (DIN: 11434708)** as a director, to extent that he is required to retire by rotation."

<u>Special Business:</u>

3. **TO APPOINT M/S NKSC & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 020076N) AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY DUE TO RESIGNATION OF EXISTING STATUTORY AUDITORS FOR THE FINANCIAL YEAR 2026-27:**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 139(8), 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s), re-enactments thereof for the time being in force and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s NKSC & Co., Chartered Accountants (FRN: 020076N) who have given their consent letter along with required certificate under Section 141 to the effect that their appointment, if made, would be within the limits specified under Section 139 of the Act, be and are hereby appointed as Statutory Auditors of the Company upto the next Annual General Meeting to be held in the year 2026-27, to fill the casual vacancy caused by the resignation of the existing Statutory Auditors, M/s. H. B. Kalaria AND Associates., Chartered Accountants (Firm Registration No. 104571W).

RESOLVED FURTHER THAT the Board of Directors of the Company, including the Audit Committee and/or any person authorised by the Board, be and is hereby authorised to determine and finalise the remuneration, out-of-pocket expenses and other terms and conditions of appointment of the Statutory Auditors from time to time, in accordance with the applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

4. **CHANGE IN DESIGNATION OF MR. PRASHANT SUDHIR KHAIRNAR (DIN: 11434708) FROM EXECUTIVE DIRECTOR TO MANAGING DIRECTOR OF THE COMPANY**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V and the Rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for change in designation of Mr. Prashant Sudhir Khairnar (DIN: 11434708) from Executive Director to Managing Director of the Company, with effect from 17th December, 2025, for the remaining period of his existing tenure, i.e. up to 16th December, 2030, on such terms and conditions and remuneration as set out in the Statement annexed to the Notice and as may be determined by the Board of Directors, subject to the applicable provisions of the Companies Act, 2013 and other applicable laws.

RESOLVED FURTHER THAT the Board of Directors of the Company, including the Nomination and Remuneration Committee thereof, be and is hereby authorised to revise, alter, vary or modify the terms and conditions of appointment and remuneration of Mr. Prashant Sudhir Khairnar (DIN: 11434708), including remuneration, within the limits prescribed under the Companies Act, 2013 and other applicable laws.

RESOLVED FURTHER THAT in the event the Company has no profits or its profits are inadequate in any financial year during the tenure of Mr. Prashant Sudhir Khairnar (DIN: 11434708) as Managing Director, the remuneration payable to her shall be governed by and subject to the applicable provisions of Schedule V to the Companies Act, 2013 and other applicable laws.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby jointly or severally authorised to do all such acts, deeds, matters and things and to sign and file all such documents, forms and returns as may be necessary, proper or expedient to give effect to this resolution."

5. REGULARIZATION OF MR. KALPATARU BHOGILAL SHAH (DIN: 11655140) AS AN EXECUTIVE DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 152, 161, 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, Schedule V to the Companies Act, 2013 and the Articles of Association of the Company, and subject to such other approvals as may be required, the consent of the Members of the Company be and is hereby accorded to appoint Mr. Kalpataru Bhogilal Shah (DIN: 11655140), who was appointed by the Board of Directors as an Additional Director with effect from 9th April, 2026 and who holds office up to the date of this Annual General Meeting pursuant to Section 161 of the Companies Act, 2013, and being eligible for appointment, as an Executive Director of the Company, liable to retire by rotation, with effect from 9Th April,2026, on the terms and conditions, including remuneration, as approved by the Board of Directors.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

6. REGULARIZATION OF MR. MUKESH JIUT YADAV (DIN: 10778075) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Mukesh Jiut Yadav (DIN: 10778075), who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Director with effect from 30th June, 2026, pursuant to Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, and who has submitted a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a first term of five (5) consecutive years commencing from 30th June, 2026 and ending on 29th June, 2031.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

7. REGULARIZATION OF MS. BHAWANA ASWANI (DIN: 11230587) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable statutory provisions, if any, including Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Ms. Bhawana Aswani (DIN: 11230587), who was appointed by the Board of Directors as an Additional Director in the capacity of an Independent Director of the Company with effect from 30th June, 2026, pursuant to Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and who has submitted a declaration confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and being eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of five (5) consecutive years commencing from 30th June, 2026 and ending on 29th June, 2031**.**

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

8. APPROVAL FOR SUB-DIVISION (SPLIT) OF EQUITY SHARES OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution an Special resolution:

"RESOLVED THAT, pursuant to the provisions of Section 13, 61(1)(d) and 64 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), including the rules framed thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") as amended from time to time, to the extent applicable (including any statutory modification(s), notification(s), circulars issued thereunder or re-enactment(s) thereof), and in accordance with the provisions of Articles of Association of the Company, and subject to such permissions, consents and approvals as may be required from the concerned statutory and regulatory authorities and subject to such terms, conditions and modifications as may be prescribed or imposed while granting such approvals, and on the recommendation of the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall include any Committee thereof), consent of the Members of the Company, be and is hereby accorded for the sub-division/split of the existing equity share of the Company, such that each equity share having face value of Rs. 10/- (Rupees Ten Only) each, fully paid-up, be sub-divided into 10 (Ten) equity shares having face value of Re. 1/- (Rupee One Only) each, fully paid-up, with effect from such date as may be fixed by the Board of Directors for this purpose (" Record Date"), and that each of the sub-divided equity shares shall rank pari-passu with each other in all respects.

"RESOLVED FURTHER THAT the consent of the members be and is hereby accorded to alter the existing capital clause of the Memorandum of Association of the Company from:

"V. The Authorised Share Capital of the Company is INR 30,00,00,000/ (Indian Rupees Thirty Crore only) divided into 3,00,00,000 (Three Crores) equity shares of face value of INR 10/- (Indian Rupees Ten only) each."

to

"V. The Authorised Share Capital of the Company is INR 30,00,00,000/- (Indian Rupees Thirty Crore only) divided into 30,00,00,000 (Thirty Crores) equity shares of face value of INR 1/- (Indian Rupee One only) each."

RESOLVED FURTHER THAT upon sub-division/split of equity shares as aforesaid and with effect from the Record date for the equity shares held in dematerialised form, the sub-divided equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the members held with their depository participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s), in compliance with the prevailing laws/guidelines in this regard.

RESOLVED FURTHER THAT, in view of the sub-division of the equity shares of the Company, the Board of Directors be and is hereby authorised to make such adjustments as may be necessary in respect of the following outstanding securities as on the Record Date, so that the aggregate rights, benefits and monetary consideration of the respective holders remain substantially unchanged.

RESOLVED FURTHER THAT, any of the Directors of the Company, and/or Ms. Utsavi Bhatia, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorised to do and perform all such acts, deeds, matters and things, to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to settle any question, difficulty that may arise with regard to the sub-division/split of the equity shares as aforesaid and to carry out/execute all matters including but not limited to execution and filing of necessary forms, resolutions, declarations, applications, certificates and returns with the Registrar of Companies, SEBI, Stock Exchanges, NSDL/CDSL, or any other statutory authorities to represent the Company in all relevant matters in connection with the sub-division of equity shares and all acts incidental and ancillary thereto in due compliance of the applicable rules and regulations."

9. TO APPROVE THE PRIOR APPROVAL REGARDING RAISING OF FUNDS THROUGH SECURED/UNSECURED LOAN WITH AN OPTION TO CONVERSION INTO EQUITY SHARES:

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

"RESOLVED THAT pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder and in accordance with the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations"), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended and the applicable laws, rules, regulations, notifications guidelines issued by various authorities including but not limited to the Government of India, SEBI, Reserve Bank of India("RBI") and other competent authorities and subject to all such approval(s), consent(s), permission(s), sanction(s), if any, of appropriate statutory, governmental and other authorities and departments in this regard and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), consent(s), permission(s) or sanction(s), the consent of the Members of the Company be and is 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(s) constituted/to be constituted by the Board to exercise its powers including powers conferred by this resolution), to convert in whole or in part, the loan given on or after the date of this resolution, by the various types of lenders to the Company up to the amount of INR 50,00,00,000/- (Indian Rupees Fifty Crores Only) in respect of such loan, at the option of the Lenders, into fully paid-up Equity Shares of the Company, on such terms and conditions as may be stipulated in the Loan agreement providing inter-alia the provision of such conversion as herein before mentioned and subject to applicable laws.

RESOLVED FURTHER THAT the loan as hereinbefore mentioned would be converted into fully paid Equity Shares of the Company in accordance with the following conditions:

a. the lender (or their agents or trustees) shall give notice in writing to the Company (hereinafter referred to as the "Notice of Conversion") of the exercise of their Conversion rights i.e. right to convert their loan into fully paid Equity Shares of the Company;
b. the conversion right reserved as aforesaid may be exercised by the Lenders in the event of the default/inability of the Company to repay, as stipulated in the Loan Agreement;
c. on receipt of the Notice of Conversion, the Company shall, subject to the provisions of the Loan Agreement, allot and issue the requisite number of fully paid-up equity shares to the Lenders after due compliance of all applicable provisions of the Companies Act, 2013 and other applicable laws;
d. the Lender/s may accept the same in satisfaction of the part of the loans so converted and the loan shall stand correspondingly reduced;
e. the equity shares so allotted and issued to the Lender/s shall carry, from the date of conversion, the right to receive proportionately the dividends and other distributions declared or to be declared in respect of the equity capital of the Company. Save as aforesaid, the said shares shall rank pari-passu with the existing equity shares of the Company in all respects;
f. The loans shall be converted into equity shares at a price will be decided at the time of

conversion, subject to the compliance of applicable provisions of the Companies Act, 2013.

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to finalize the terms and conditions for raising the loan, from time to time, with an option to convert them into equity shares of the Company at any time till the loan is repaid, on the terms specified in the Loan Agreement, including upon happening of an event of default by the Company in terms of the Loan Agreement.

"**RESOLVED FURTHER THAT** the Board be and is hereby authorized to issue, offer and allot from time to time to the Lenders such number of equity shares for conversion of the outstanding portion of the loans as may be desired by the Lenders as well as to dematerialize the shares of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lender/s arising from or incidental to the aforesaid terms providing for such option.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable without being required to seek any further consent or approval of the members or otherwise in this regard and intent that they shall be deemed to have given their approval expressly by the authority of this resolution.

RESOLVED FURTHER THAT Mr. Prashant Sudhir Khairnar, Director and Ms. Utsavi Bhatia, Company Secretary of the Company be and are hereby jointly or severally authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution.

By Order of the Board of Directors of
Galaxy Agrico Exports Limited

Sd/-

PRASHANT SUDHIR KHAIRNAR
DIN: 11434708
Director

Date: 04th September, 2026
Place: Shapar

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.

2. A Member entitled to attend and vote at the meeting is entitles to appoint a proxy to attend and to vote on a poll, instead of herself / himself and the proxy need not be a member of the company. Proxy form is annexed to the Notice.

   A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and same person shall not act as Proxy for any other person or shareholder.

   The instrument appointing the Proxy, duty completed and signed, must be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting. A Proxy does not have the right to speak at the meeting and can vote only on a poll.

3. Corporate members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.

4. Members or Proxy should fill in the attendance slip for attending the Meeting.

5. In the case of the Joint holders attending the Meeting. Only such joint holders who are higher in the order of names will be entitled to vote.

6. The Statutory Register under the Companies Act, 2013 (Register under Section 170, 189 and other section as required by the Companies Act, 2013) is available for inspection at the Registered Office of the Company during business hours between 11.00 am to 5.00 pm except on holidays and will be made available at the venue of the meeting.

7. The Register of Member and Share Transfer books will remain close from Tuesday September 22nd, 2026 to Monday, September 28th, 2026 (Both days inclusive)

8. Members are requested to forward their queries on Annual Accounts or other Sections of the Annual Report to the Compliance Officer at address of the registered office of the Company at least 7 days in advance for enabling the Company to furnish appropriate details.

9. Members are requested to bring their copy of the Annual report at the Meeting.

10. 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 not to 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.

11. 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 the 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.

12. Electronic copy of the Notice of the 32nd Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 32nd Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

13. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility which will enable the Members to cast their votes electronically on all the resolutions set out in the Notice.

14. E-voting Facility:
    (i) The e-voting period commences on 25th September 2026 (9 a.m.) and ends on 27th September 2026 (5 p.m.). The cut –off date for determining the eligibility of Members for the remove e-voting and poll is 21st September 2026. The e-voting module shall be disabled for voting after the end of the e-voting period.

    (ii) During the e-voting period, the Members of the Company holding shares either in physical form or in dematerialised form, as on the cut-off date of 21st September 2026, may cast their vote electronically. Once the vote on the resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

    (iii) The Company has engaged Central Depository Services (India) Limited ("CDSL") to offer E-voting facility to all its Members to enable them to cast their vote electronically.

    (iv) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member/ Beneficial Owner (in case of shares held in dematerialised form) as on the cut-off date i.e. Monday – 21st September 2026. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories on the aforesaid cut-off date only shall be entitled to avail the facility of remote e-voting/ poll.

    (iv) Any person who becomes a member of the Company after dispatch of the Notice of the Annual General Meeting and holding shares as on the cut-off date i.e. Monday – 21st September 2026 and wishing to participate in the e-voting may obtain User Id and password by sending a letter or email to the Company's Registrars and Transfer Agents, MUFG Intime India Private Limited (Unit No. 303 3rd Floor, Shoppes Plaza V, Opp

Municipal Market, Behind Shoppers' Plaza- II, off C. G. Road, Ahmedabad 380009)) - (email id: dineshkumar.malhotra@in.mpms.mufg.com) providing details such as name of the Member, DPID / Client ID no. and name of the Company. User ID and password will be provided through email or SMS or letter as per details of the Member provided by the Depositories or available with the Registrars. Members can also contact Mr. Nilesh Dalwadi of MUFG Intime India Private Limited on no. (079) - 2646 5179. Further note that office hour of MUFG Intime India Private Limited is Monday to Friday between 9.00 a.m. to 4.00 p.m.

(vi) The Notice of the Annual General Meeting is sent electronically to all the shareholders who have registered their email addresses with the Company / Depositories and to the other shareholders by Speed Post / Registered Post / Courier.

(vii) E- voting is optional for Members. Members who have voted electronically through remote e-voting shall not be allowed to vote at the Annual General Meeting.

(viii) The Board of Directors has appointed M/s Ramesh Chandra Bagdi & Associates, Practicing Company Secretary (Membership No. F8276) as Scrutinizer for conducting the remote electronic voting process in a fair and transparent manner. The Scrutinizer shall submit his report, to the Chairman, on the votes cast in favour or against, if any, within a period of three working days from the date of conclusion of the e-voting period. The results declared along with the Consolidated Scrutinizer's report shall be placed on the website of the Company on www.galaxyagirco.com the results shall simultaneously be communicated to the Stock Exchanges.

The instructions for members for voting electronically are as under: -

→ In case of members receiving e-mail:

(i) The voting period begins on Friday, 25th September 2026 (9 a.m.) and ends on Sunday 27th September 2026 (5 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 Monday, 21st September 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Log on to the e-voting website www.evotingindia.com

(iii) Click on "Shareholders" tab.

(iv) 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

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

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

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
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 as mentioned in instruction (iv).

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

(ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members 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.

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

(xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(xii) 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.

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

(xiv) 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.

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

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the changed password, then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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 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; info@galaxyagrico.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com .

15. Route map giving directions to the venue of the meeting is annexed to the Notice.

For and on Behalf of the Board,
GALAXY AGRICO EXPORTS LIMITED

Sd/-

PRASHANT SUDHIR KHAIRNAR
Director
(DIN: 11434708)

Place: Veraval - Shapar (Rajkot)
Date: 04.09.2026

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

ITEM NO. 3 To appoint M/s NKSC & Co., & Associates Chartered Accountants (FRN: 020076N) as Statutory Auditors of the Company to fill the casual vacancy due to resignation of existing Statutory Auditors.

M/s H B Kalaria & Associates., Chartered Accountants (Firm Registration No. 104571W), the existing Statutory Auditors have tendered their resignation with effect from 30th May 2026. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company. As per the Section 139 (8) of the Companies Act, 2013, the casual vacancy caused due to resignation of auditor is required to be approved by the Shareholders in the General Meeting within three (3) months from the date of recommendation of the Board of Directors of the Company, who shall hold office till the conclusion of next annual general meeting".

As the upcoming Annual General Meeting falls within this prescribed period, the Company has proposed the as appointment of M/s NKSC & Co., & Associates Chartered Accountants (FRN: 020076N) as Statutory Auditors in the ensuing General Meeting upto the next Annual General Meeting held in the financial year 2026-27.

The Board of Directors, on the recommendation of the Audit Committee, have at their meeting held on 30th May 2026 recommended the appointment of M/s NKSC & Co., & Associates Chartered Accountants (FRN: 020076N) as the Statutory Auditors of the Company to fill the casual vacancy.

Brief Profile as under:

M/s NKSC & Co., Chartered Accountants, is a well-established firm having Firm Registration No. 020076N. The firm operates from Unit No. 9, Third Floor, Pearls Omaxe Tower, Netaji Subhash Place, Pitampura, New Delhi – 110034. The firm provides a wide range of professional services, including statutory audits, internal audits, taxation, financial advisory, and compliance services. With its expertise, the firm delivers accurate financial insights, ensures robust regulatory compliance, and offers strategic advisory solutions, enabling clients to achieve sustainable growth and long-term success.

M/s NKSC & Co., & Associates Chartered Accountants (FRN: 020076N), have given their consent to act as the Statutory Auditors of the Company along with confirmation that their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013. Accordingly, the approval of shareholders of the Company is sought by way of an Ordinary Resolution.

The Board of Directors, therefore, recommends the resolution set out at Item No. 3 of the accompanying Notice for approval of the Members by way of an Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the said resolution.

ITEM NO. 4 Appointment of Mr. Prashant Sudhir Khairnar (DIN: 11434708) as Managing Director of the company:

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee at its meeting held on 17th December, 2025 appointed Mr. Prashant Sudhir Khairnar (DIN: 11434708) as 'Managing Director' of the Company, for a period of period of 5 (five) years with effect from 16th December, 2030, subject to approval of the Members of the Company.

Mr. Prashant Sudhir Khairnar (DIN: 11434708)has expertise, knowledge and business acumen required for managing the overall business of the Company and his appointment as Managing Director would be beneficial for the Company given the paucity of experienced and skilled personnel. The remuneration proposed for Mr. Prashant Sudhir Khairnar (DIN: 11434708) is commensurate with the industry and size of the Company. Mr. Prashant Sudhir Khairnar (DIN: 11434708) has no pecuniary relationship directly or indirectly with the Company.

The terms and conditions are set out herein below:

i. TENURE OF APPOINTMENT: The appointment of Mr. Prashant Sudhir Khairnar (DIN: 11434708) as Managing Director (change in designation from 'Director' to 'Managing Director') is for a period of 5 years with effect from 17th December, 2025.

ii. DUTIES AND RESPONSIBILITIES: Mr. Prashant Sudhir Khairnar (DIN: 11434708), the 'Managing Director' of the Company shall, subject to the provisions of the Companies Act, 2013, and overall superintendence and control of the Board of Directors of the Company, shall perform such duties and exercise such powers, as have been or may, from time to time, be entrusted to, or conferred on him, by the Board of Directors of the Company.

iii. REMUNERATION: Mr. Prashant Sudhir Khairnar (DIN: 11434708) shall be entitled to remuneration as stated hereunder in terms of Schedule V of the Companies Act, 2013: Subject to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors. Since the basic salary to be paid will be net of tax, hence, the tax component on actual basis shall be paid by the Company and accordingly it shall also be considered as perquisite subject to the maximum limit of 30% of the basic salary. The aforesaid perquisites shall be valued as per the provisions of the Income-tax Act and the Rules thereunder, wherever applicable and in absence of any such provision, perquisites shall be valued at actual cost.

Minimum Remuneration - Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of tenure of Mr. Prashant Sudhir Khairnar (DIN: 11434708), the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary and perquisites as specified above

iv. OTHER TERMS OF APPOINTMENT:

a. Mr. Prashant Sudhir Khairnar (DIN: 11434708) shall not become interested or otherwise concerned, directly or through his spouse and/ or children, in any selling agency of the Company

b. The terms and conditions of the appointment of Mr. Prashant Sudhir Khairnar (DIN: 11434708) may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Mr. Prashant Sudhir Khairnar (DIN: 11434708), subject to such approvals as may be required.

c. The appointment may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof.

d. Mr. Prashant Sudhir Khairnar (DIN: 11434708) will be liable to retire by rotation.

The Board of Directors is of the opinion that the above remuneration being paid / payable to Mr. Prashant Sudhir Khairnar (DIN: 11434708), as Managing Director of the Company, is commensurate with his duties and responsibilities.

The Board considers that his association as Managing Director will be beneficial to and in the interest of the Company.

Additional details of Mr. Prashant Sudhir Khairnar (DIN: 11434708) as required pursuant to Companies Act, 2013 (hereinafter referred to as 'the Act') and the Secretarial Standard-2 issued by the Institute of Company Secretaries of India are provided in the table annexed to this Notice.

None of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the resolution set out at Item Nos. 400 of the Notice.

ITEM NO. 5 Regularization of Mr. Kalpataru Bhogilal Shah (DIN: 11655140) as an Executive Director of the Company:

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Kalpataru Bhogilal Shah (DIN: 11655140) as an Additional Director (Executive Director) of the Company with effect from 9th April, 2026, pursuant to the provisions of Sections 161 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company.

He has headed the corporate strategy and business development function and has been a key player in the growth of the business. The Board, while appointing Mr. Kalpataru as an Executive Director of the Company, considered his skills, background, experience and contributions during his
tenure with the Company.

The principal terms and conditions of Mr. Kalpataru appointment as the Executive Director are as follows:

Period of appointment: 9th April, 2026 up to 8th April, 2031(both days inclusive).

Duties: The Executive Director shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Director and/or the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

Remuneration: A. Basic Salary: The annual increment which will be effective 1st April each year (starting from April 2026) will be decided by the Board based on the recommendation of the Nomination & Remuneration Committee and will be merit-based and take into account the Company's performance as well.

Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the Company will pay to the Executive Director remuneration by way of Salary, Benefits, Perquisites.

Terms of Re-appointment: The terms and conditions of the said re-appointment may be altered and varied from time to time by the Board as it may in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Companies Act, 2013 ('the Act') or any amendments made hereafter in this regard, in such manner as may be agreed to between the Board and the Executive Director, subject to such approvals as may be required.

The Executive Director shall not become interested or otherwise concerned, directly or through his spouse and/ or children, in any selling agency of the Company.

This appointment may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu of the notice. If and when the Agreement expires or is terminated for any reason whatsoever, the appointee will cease to be the Executive Director and also cease to be a director.

Mr. Kalpataru has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies. Mr. Kalpataru, pursuant to Section 152 of the Act, has given his consent to act as a Director of the Company, subject to the approval of the Members. Mr. Kalpataru satisfies all the conditions set out in Part I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for his re-appointment. In terms of Section 164 of the Act, he is not disqualified from being re-appointed as Director.

Having regard to the qualifications, experience and knowledge, the Board is of the view that the appointment of Mr. Kalpataru as an Executive Director will be beneficial to the functioning and growth of the Company and the remuneration payable to him is commensurate with his abilities and experience.

Accordingly, the Board commends the Ordinary Resolution as set out at Item No. 3 of the accompanying Notice in relation to the re-appointment of Mr. Kalpataru as an Executive Director.

None of the Directors or KMP of the Company or their respective relatives, except Mr. Kalpataru and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the accompanying Notice. Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

ITEM NO.6: **Regularization of Mr. Mukesh Jiut Yadav (DIN: 10778075) as an Executive Director of the Company:**

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Mukesh Jiut Yadav (DIN: 10778075) as an Additional Director in the capacity of an Independent Director of the Company with effect from 30th June, 2026, pursuant to the provisions of Sections 149, 150, 152 and 161 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the recommendation of the Nomination and Remuneration committee, the Board of Directors at their meeting held 30th June,2026, appoint Mr. Mukesh Jiut Yadav (DIN: 10778075) as a Non-Executive Independent Director who shall not be liable to retire by rotation, first term of five (5) consecutive years commencing from 30th June, 2026 and ending on 29th June, 2031**.**

BRIEF PROFILE Mr. Mukesh Jitu Yadav, has over 5 years of experience in the trading industry, with expertise in managing commercial operations, market development, and business strategies. He has been actively engaged in various segments of the trading sector and possesses strong knowledge of supply chain management, procurement, and distribution networks.

In recognition of his strong dedication, professional accomplishments, and potential to drive growth, the Management has decided to induct Mr. Mukesh Jiut Yadav as a Director of the Company. This appointment also aligns with our goal of providing representation to employees at the Board commitment level, to further inclusive strengthening our Commitment to inclusive and balanced Governance.

The Company has received necessary consent to act as a director and requisite declaration from Mr. Mukesh Jiut Yadav confirming that he meets the criteria of independence as prescribed under the Act and Listing Regulations along with a declaration of independence from Mr. Mukesh Jiut Yadav in terms of Regulation 25(8) of the Listing Regulations. he has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an independent director without any external influence.

He is neither disqualified from being appointed as a Director in terms of Section 164(2) of the act, nor debarred from holding the office of a director by virtue of any SEBI order or any other such authority.

The Board believes that Mr. Mukesh Jiut Yadav possesses relevant expertise and experience for being appointed as an Independent Director of the Company and considers his association to be of immense benefit to the Company.

Additional information in respect of Mr. Mukesh Jiut Yadav, pursuant to Regulation 36 of the Listing Regulations and the Secretarial Standards on General Meetings (SS-2), is provided as Annexure to this Notice.

Except Mr. Mukesh Jiut Yadav and/or his relative(s), none of the other Directors, KMPs and/or them respective relatives are in any way, concerned or interested, financially or otherwise, in the resolution mentioned at Item No. 6 of the Notice.

ITEM NO. 7: Regularization of Ms. Bhawana Aswani (DIN: 11230587) as an Executive Director of the Company

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Bhawana Aswani (DIN: 11230587) as an Additional Director in the capacity of an Independent Director of the Company with effect from 30Th June,2026, pursuant to the provisions of Sections 149, 150, 152 and 161 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Based on the recommendation of the Nomination and Remuneration committee, the Board of Directors at their meeting held 30th June,2026, appoint Ms. Bhawana Aswani (DIN: 11230587) as a Non-Executive Independent Director who shall not be liable to retire by rotation, first term of five (5) consecutive years commencing from 30th June, 2026 and ending on 29th June, 2031.

BRIEF PROFILE Mrs. Bhavna Aswani has over 4 years of professional experience in the areas of finance, accounts, corporate management and business operations. She possesses sound knowledge and practical exposure in financial reporting, accounting processes, financial planning, regulatory compliance and corporate management.

Her experience in financial analysis, reporting and compliance with applicable regulatory and statutory frameworks enables her to contribute effectively to the Company's financial management and operational functions. She also brings a structured approach to financial planning, budgeting, internal controls and corporate affairs.

With her knowledge, professional experience and understanding of financial and management matters, Mrs. Bhavna Aswani is well positioned to contribute to the strategic decision-making, financial planning, operational efficiency and overall growth of the Company.

The Company has received necessary consent to act as a director and requisite declaration from Ms. Bhawana Aswani confirming that She meets the criteria of independence as prescribed under the Act and Listing Regulations along with a declaration of independence from Ms. Bhawana Aswani in terms of Regulation 25(8) of the Listing Regulations. She has also confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an independent director without any external influence.

She is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of a director by virtue of any SEBI order or any other such authority.

The Board believes that Ms. Bhawana Aswani possesses relevant expertise and experience for being appointed as an Independent Director of the Company and considers her association to be of immense benefit to the Company.

Additional information in respect of Ms. Bhawana Aswani pursuant to Regulation 36 of the Listing Regulations and the Secretarial Standards on General Meetings (SS-2), is provided as Annexure to this Notice.

Except Ms. Bhawana Aswani and/or his relative(s), none of the other Directors, KMPs and/or them respective relatives are in any way, concerned or interested, financially or otherwise, in the Resolution mentioned at Item No. 7 of the Notice.

ITEM NO 8: APPROVAL FOR SUB-DIVISION (SPLIT) OF EQUITY SHARES:

The Board of Directors of the Company at its meeting held on 25th August, 2026, approved and recommended for the approval of members, the sub- division (split) of each existing equity share of the Company having a face value of Rs. 10/-(Rupees Ten only) each fully paid-up, into 10 (Five) equity shares having a face value of Re. 1/- (Rupee One only) each fully paid-up ranking pari passu with each other in all respects with effect from such date being the Record Date as may be fixed for this purpose by the Board of Directors of the Company.

Over the years, the Company has witnessed significant growth in its business operations. The Company's equity shares are listed and actively traded on the Bombay Stock Exchange. With a view to improving liquidity, enhancing affordability and accessibility for small retail investors, and encouraging broader market participation by expanding the retail shareholders' base, the Board has proposed the sub-division of the face value of the Company's equity shares, subject to the approval of the Members and such statutory and regulatory approvals, consents and permissions as may be required.

The sub-division/split will not in any manner affect the rights and obligations of the Members. It is purely an arithmetic exercise to improve market accessibility of the shares and does not result in any dilution of shareholding for any of the existing members as on the record date of this corporate action. Further, the proposed sub-division/split will not change the amount of Authorised, Issued, Subscribed and paid-up capital of the Company but only increase the number of outstanding shares proportionately while reducing the nominal value per share.

The proposed sub-division will require alteration to existing Clause V of the Memorandum of Association of the Company to reflect change in the face value of equity shares of the Company which is detailed in the resolution forming part of this Notice.

The Pre and Post Sub-division Capital Structure is given below:

Type of capital	**No of equity shares (Pre)**	**Face value (Rs.)**	**Total share capital (Rs.)**	**No of equity shares (Post)**	**Face value (Re.)**	**Total share capital (Rs.)**
	Pre-sub-division/split			**Post sub-division/split**		
Authorised capital	3,00,00,000	10/-	30,00,00,000	30,00,00,000	1/-	30,00,00,000
Issued, Subscribed and Paid-up Capital	1,58,90,722	10/-	15,89,07,220	15,89,07,220	1/-	15,89,07,220

Any Convertible Securities issued prior to the record date and converted post record date shall also be aligned with the revised face value and entitlement structure. Such adjustments, being automatic and consequential to the Share Split, shall be made in accordance with applicable regulatory provisions and shall not require further shareholder approval.

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

The Board of directors based on the rationale set out herein recommends the Ordinary Resolution at Item No. 8 for approval of the members as set out in this notice.

ITEM NO. 9: Pursuant to Section 62(3) of the Companies Act, 2013, to enable the Company to raise loans to be converted into equity shares of the company, the company is required to pass special resolution prior to the raising of such loans.

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

With a view to expansion of Business and meet its working capital requirements of the Company, Management of the Company desires to raise loans from the various types of lenders to be converted into equity shares of the Company. The Board of Directors in their meeting held on 04.09.2026 accorded approval for conversion of any loan that the Company may borrow from Various Lenders via Loan Agreement executed/ to be executed by the

Company upto amount of INR 50,00,00,000/ (Indian Rupees Fifty Crore only), and such loan can be converted into the Equity Shares of the Company at a later date, at the option of the Lenders, upon such terms and conditions as may be deemed appropriate by the Board and as stipulated in the Loan Agreement at a price will be decided at the time of conversion. This would provide an enabling option to the Various Lenders, to convert the whole or any part of such outstanding loans into fully paid-up Equity Shares of the Company.

Accordingly, the Board recommends the resolution for the consideration and approval of the Members of the Company as Special Resolution, to enable the Company to raise loans from Various types of Lenders, the whole or part of their respective outstanding loans into the fully paid Equity Shares of the Company, at their option, upon such terms and conditions as may be deemed appropriate by the Board and/or as stipulated in the Loan Agreement.

None of the Directors, Key Managerial Persons or their relatives, except the director whose loan is converted into the Equity Shares and his relatives, in any way, concerned or interested in the said resolution, except to their respective Shareholding of the company, if any.

For and on Behalf of the Board,
GALAXY AGRICO EXPORTS LIMITED

Sd/-

PRASHANT SUDHIR KHAIRNAR
Director
(DIN: 11434708)

Place: Veraval - Shapar (Rajkot)
Date: 04.09.2026

Pursuant to the Section 152 of the Act, Regulation 26 and 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standards-2 as issued by ICSI regarding appointment/re-appointment of Directors, the brief profile and expertise in specific functional areas and other required details pertaining to Director seeking retire by rotation and eligible for re-appointment under the Special Business Agenda No. 4, 5, 6 and 7 of the said Notice is tabled below:

NAME	**MR. PRASHANT SUDHIR KHAIRNAR**	**MR. KALPATARU BHOGILAL SHAH**
DIN	11434708	11655140
Date of Birth & Age	15/07/1990 (36 Age)	08/08/1980 (46 age)
Nationality	Indian	Indian
Qualification	Graduate	Graduate
Brief Resume, Experience and Nature of expertise in specific functional areas	Mr. Prashant Sudhir Khairnar has over 5 years of experience in the Banking industry, with expertise in managing commercial operations of Industrial Products, market development, and business strategies. He has graduation in Bachelor of Commerce. He has been actively engaged in various segments of the Industrial Products and possesses strong knowledge of supply chain management, procurement, and distribution networks.	Mr. Kalpataru Bhogilal Shah is an experienced professional with expertise in the field of Accounts, Finance and Corporate Financial Management. He has experience in financial planning, accounting and reporting, budgeting, financial analysis, management of financial resources and overall financial operations of an organisation.
Date of first Appointment on the Board of the Company	17/12/2025	09/04/2026
Shareholding in Company	NIL	NIL
Directorship held in other Companies as on 31st March, 2026	NA	NA
Membership / Chairmanships held in Committees of other Companies as on 31st March, 2026	NA	NA
Names of the Listed Companies from which resigned/ceased in the past three years	NA	NA

Relationship with other Directors / Key Managerial Personnel	NA	NA
Number of meetings of the Board of Directors of the Company as attended during the Financial Year	5 Meetings	NA
Terms & Conditions	There has been no change in the terms and conditions of the appointment, which remain the same as those specified at the time of initial appointment.	There has been no change in the terms and conditions of the appointment, which remain the same as those specified at the time of initial appointment.
Remuneration Last Drawn	As per term and condition decided by Director and Company	As per term and condition decided by Director and Company
Remuneration proposed to be drawn	Remuneration as per the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015	Remuneration as per the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015

NAME	**MR. MUKESH JIUT YADAV**	**MS. BHAWANA ASWANI**
DIN	10778075	11230587
Date of Birth & Age	03/10/1976 (50 age)	21/09/1996
Nationality	Indian	Indian
Qualification	Graduate	Post Graudate
Brief Resume, Experience and Nature of expertise in specific functional areas	Mr. Mukesh Jitu Yadav, has over 5 years of experience in the trading industry, with expertise in managing commercial operations, market development, and business strategies. He has been actively engaged in various segments of the trading sector and possesses strong knowledge of supply chain management, procurement, and distribution networks.	Mrs. Bhavna Aswani has Overall 5 years of experience in the fields of finance, accounts, and corporate management. She brings with her significant reporting, experience and in compliance financial with planning, regulatory frameworks. Her expertise will contribute to the Company's financial and operational strategy.
Date of first Appointment on the Board of the Company	30/06/2026	30/6/2026
Shareholding in Company	NA	NA
Directorship held in	NA	NA

other Companies as on 31st March, 2026		
Membership / Chairmanships held in Committees of other Companies as on 31st March, 2026	NA	NA
Names of the Listed Companies from which resigned/ceased in the past three years	NA	NA
Relationship with other Directors / Key Managerial Personnel	NA	NA
Number of meetings of the Board of Directors of the Company as attended during the Financial Year	NA	NA
Terms & Conditions	There has been no change in the terms and conditions of the appointment, which remain the same as those specified at the time of initial appointment.	There has been no change in the terms and conditions of the appointment, which remain the same as those specified at the time of initial appointment.
Remuneration Last Drawn	As per term and condition decided by Director and Company	As per term and condition decided by Director and Company
Remuneration proposed to be drawn	Remuneration as per the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015	Remuneration as per the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015

For and on Behalf of the Board,
GALAXY AGRICO EXPORTS LIMITED

Sd/-

PRASHANT SUDHIR KHAIRNAR
Director
(DIN: 11434708)

Place: Veraval - Shapar (Rajkot)
Date: 04.09.2026