Website: www.naturahuechem.com
E-mail: naturahue@rediffmail.com
Telephone: 0771- 4030947

NATURA HUE CHEM LIMITED

Registered Office: 408, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001
[CIN NO: L24117CT1995PLC009845]

REF: NATHUEC/BSE/2026-27/28 **03rd September, 2026**

BY LISTING PORTAL

The Corporate Relationship Department,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai
(Maharashtra) 400001

Dear Sirs/Madam,

SUB: INTIMATION REGARDING ANNUAL GENERAL MEETING, E-VOTING AND SUBMISSION OF NOTICE OF AGM

We would like to inform you that the **31st Annual General Meeting (AGM)** of **Natura Hue-Chem Limited** is scheduled to be held on **Tuesday, the 29th day of September, 2026** at **3:30 P.M**. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company is pleased to provide the remote e-voting facility to its shareholders to exercise their vote by electronic means and the business may be transacted through e-voting services and VC/OAVM facility provided by Central Depository Services (India) Limited (CDSL) vide EVSN-**260903062**.

The remote e-voting period shall commence on **Saturday**, **26th September, 2026** (10:00 AM) and ends on **Monday**, **28th September, 2026** (05:00 PM). During this period and during the AGM, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut- off date of 22nd September, 2026** may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the members, the member shall not be allowed to change it subsequently.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find attached herewith the **Notice of 31st AGM -2026**.

Please take the same on record.

Thanking you,

Yours faithfully,

For, Natura Hue-Chem Limited,

Komal Goyal
Digitally signed by Komal Goyal
Date: 2026.09.03 17:39:27 +05'30'

Komal Goyal
(Company Secretary & Compliance Officer)
M. No: ACS 75839
Place: Raipur

Encl: As above

Website: www.naturahuechem.com
E-mail: naturahue@rediffmail.com
Telephone: 0771- 4030947

NATURA HUE CHEM LIMITED

Registered Office: 408, Wallfort Ozone, Fafadih, Raipur (Chhattisgarh) 492001
[CIN NO: L24117CT1995PLC009845]

NOTICE OF 31ST ANNUAL GENERAL MEETING

TO
ALL THE MEMBERS
NATURA HUE-CHEM LIMITED

NOTICE is hereby given that the 31st Annual General Meeting (AGM) of the Members of **Natura Hue-Chem Limited** will be held on **Tuesday**, the **29th day of September**,**2026** at **3:30 P.M.** (IST) through video conferencing (VC)/other audio video means (OAVM) to transact the following businesses:

The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at 408, Wallfort Ozone, Fafadih, Raipur C.G. 492001 which shall be deemed venue of the AGM.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone Financial Statements of the Company for the year ended 31st March, 2026 along with the reports of the Board of Directors and Auditors thereon.

2. To consider and appoint a director in place of Mr. Hifzul Rahim (DIN: 08491854) who retires by rotation and, being eligible, offers himself for reappointment, and if thought fit, to pass the following resolution with or without modification as an **ordinary resolution–**

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 Shri Hifzul Rahim (DIN: 08491854) who retires by rotation at this meeting and being eligible has offered himself for re-appointment be and is hereby re-appointed as a Director of the company, liable to retire by rotation."

3. To consider appointment of statutory auditors KCMG & Associates., Chartered Accountants, Raipur (Firm registration number: 009518C) and if thought fit, to pass the following resolution with or without modification as an **ordinary resolution:**

   "RESOLVED THAT pursuant to the provisions of the section 139(8) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the appointment of M/s KCMG & Associates, Chartered Accountants (FRN: 009518C) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s Batra Deepak and Associates, Chartered Accountants (FRN:005408C) as made by the Board of Directors at its meeting held on **02 September 2026**, be and is hereby approved, to hold office from **02 September 2026 until the conclusion of this Annual General Meeting** at such remuneration as may be mutually decided by the board of directors of the company and auditor.

   "RESOLVED FURTHER THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act,2013 and the Companies (Audit and Auditors) Rules,2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), and pursuant to recommendation of Audit Committee and board of directors of the company ,**M/s KCMG & Associates, Chartered Accountants (FRN: 009518C**) be and are hereby appointed as the Statutory Auditor of the Company, for a term of five consecutive years to hold the office from the conclusion of this 31st Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company at such remuneration as may be mutually decided by the board of directors of the company and auditor.

SPECIAL BUSINESS

4. **TO RE-APPOINT OF MR. ADITYA SHARMA (DIN: 08718848) 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 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b), 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of 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, and subject to the approval of the Members of the Company, Aditya Sharma (DIN: 08718848), who is eligible for re-appointment as an Independent Director and has submitted a declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Act, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 consecutive years commencing from 12th day of August 2026 and ending on 11th day of August 2031.

   RESOLVED FURTHER THAT pursuant to Section 149(10) of the Act, the aforesaid re-appointment of Mr. Aditya Sharma as an Independent Director for a second term be and is hereby approved by way of Special Resolution.

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

5. **TO RE-APPOINT MR. MANSOOR AHMED (DIN: 01398796) AS THE MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 3 (THREE) YEARS AND TO APPROVE THE TERMS AND CONDITIONS OF HIS RE-APPOINTMENT.**

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

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the rules made thereunder, as amended from time to time, and in with the Articles of Associations of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Mansoor Ahmed (DIN: 01398796), as the Managing Director of the Company for a further period of 3 (Three) years commencing from August 24, 2026 up to August 23, 2029, on such terms and conditions, including remuneration, as set out in the appointment letter/agreement to be entered into between the Company and Mr. Mansoor Ahmed, the material terms whereof are set out in the Explanatory Statement annexed hereto, with liberty to the Board of Directors to alter and vary such terms and conditions, including remuneration, within the limits approved by the Members and subject to the provisions of the Act and other applicable laws.

   RESOLVED FURTHER THAT the remuneration payable to Mr. Mansoor Ahmed (DIN: 01398796), Managing Director of the Company, shall not exceed ₹5,00,000/- (Rupees Five Lakh only) per annum for the aforesaid period of three years, as may be determined by the Board of Directors from time to time, subject to the provisions of the Act, Schedule V thereto and other applicable laws.

   RESOLVED FURTHER THAT notwithstanding the aforesaid remuneration approved by the Members, Mr. Mansoor Ahmed has voluntarily agreed to waive and forego his entitlement to receive such remuneration for the time being, having regard to the present financial position of the Company, and accordingly, no remuneration shall be payable to him during the period of such waiver.

   RESOLVED FURTHER THAT the aforesaid waiver shall not preclude the Company from paying remuneration to Mr. Mansoor Ahmed in future, up to the maximum limit of ₹5,00,000/- (Rupees Five Lakh only) per annum, as may be determined by the Board of Directors in consultation with Mr. Mansoor Ahmed, having regard to the financial position of the Company and in the interest of the Company, subject to the provisions of the Act, Schedule V thereto and such approvals as may be required under applicable law.

   RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof duly constituted or to be constituted by the Board to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorized to execute the appointment letter/agreement and such deeds, documents, agreements, applications and writings as may be required on behalf of the Company and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this Resolution."

The proposed resolutions along with Explanatory Statement setting out the material facts and the reasons thereof are appended for your consideration.

By order of the Board
For, Natura Hue-Chem Limited

Date : 02nd September 2026
Place: Raipur (C.G)

Sd/-
(Komal Goyal)
Company Secretary & Compliance Officer
M. No. A75839

NOTESFORMEMBERS’ATTENTION:

- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, (“the Act”) setting out material facts relating to Ordinary Business under Item No. 3 and Special Business under Item No. 4 and 5 of the Notice to be transacted at the 31st Annual General Meeting (AGM) is annexed hereto. Further the information under Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and Secretarial Standard on General Meeting (SS- 2) in respect of the Directors seeking appointment/ reappointment at this AGM forms part of this notice.

- The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

- The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizers Report shall be placed on the Company’s website www.naturahuechem.com and on the website of CDSL within 48 hours from the conclusion of AGM of the Company and communicated to the Stock Exchanges (i.e. BSE).

- Members holding shares in physical form are requested to advise any change in their registered address, E-mail address, Contact Numbers and Bank particulars etc. to the Company’s Registrar and Share Transfer Agent (RTA), Beetal Financial and Computer Services Private Limited, Delhi at beetalrta@gmail.com or to the Company at naturahue@rediffmail.com and always quote their Folio Numbers in all correspondences with the Company and RTA. Members holding shares in electronic form musts end the advice about change in their registered address, E-mail address, Contact Number and bank particulars to their respective Depository Participant and not to the Company.

- In all correspondence with the Company or with its Share Transfer Agent, members are requested to quote their folio number and in case the shares are held in the dematerialized form, they must quote their Client ID Number and their DPID Number.

- In accordance with the provisions of Section 72 of the Act and Circulars issued by SEBI, from time to time, Members can avail the facility of nomination in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form No. SH-14 or Form ISR-3, as the case may be. The aforementioned forms are available on the website of Beetal Financial and Computer Services Private Limited. All the shareholders are requested to update their PAN with their Depository Participant (if shares are held in electronic form) and Company / Beetal Financial and Computer Services Private Limited (if shares are held in physical form) against all their folio holdings.

- To support the ‘Green Initiative’, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.

VIRTUAL MEETING

1. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025. (MCA Circulars), has allowed the Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) till 30th September, 2026. In compliance with the provisions of the Companies Act, 2013 (the Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (Listing Regulations) and MCA Circulars, the 31st AGM of the Company shall be conducted through VC/OAVM. Central Depository Services (India) Limited. (CDSL) will be providing facilities in respect of:

   a. voting through remote e-voting;

   b. p a r t i c i p a t i o n i n t h e A G M t h r o u g h VC/ OAVM facility;

   c. e-voting during the AGM.

The procedure for participating in the meeting through VC/OAVM is explained at **Annexure -A**.

2. As per SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 which came into effect from 13th December, 2024, the requirement to send proxy forms is not applicable to general meetings held only through electronic mode. As this AGM would be conducted through VC / OAVM, the requirement to provide facility for appointment of Proxy by the Members is not applicable. Hence, the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

AUTHORISED REPRESENTATIVE

3. Institutional / Corporate Members are entitled to appoint authorized representatives to attend, participate at the AGM through VC / OAVM and cast their votes through e-voting. Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to the Scrutinizer at ghns21@gmail.com and to www.evotingindia.com.

DISPATCH OF ANNUAL REPORT

4. In accordance with the circulars issued by MCA and SEBI, the Notice of the 31st AGM along with the Annual Report for the financial year 2025-26 is being sent by electronic mode to Members whose e-mail ids are registered with the Company / Registrar & Share Transfer Agent (RTA) or the Depository Participants (DPs). Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to Members whose e-mail ids are not registered with Company/RTA/DP providing the weblink of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

5. Those Members who are holding shares in physical form and have not updated their e-mail ids with the Company, are requested to update the same by submitting a duly filled and signed Form ISR-1 along with self-attested copy of the PAN Card, and self-attested copy of any document as address proof (e.g. Driving License, Voter Identity Card, Passport, Masked Aadhaar, etc.), to the Company's RTA at the below mentioned address or by e-mail to beetalrta@gmail.com

PROCESS FOR REGISTRATION OF E-MAIL ID TO OBTAIN ELECTRONIC COPY OF ANNUAL REPORT

6. Members holding shares in dematerialized (demat) mode are requested to register / update their e-mail ids with their relevant DPs. In case of any queries / difficulties in registering the e-mail ids with their DPs, Members may write to the Company's RTA at beetalrta@gmail.com.

PROCESS FOR OBTAINING PHYSICAL COPY OF ANNUAL REPORT

7. As per Listing Regulations, physical copy of the Annual Report is required to be sent only to those Members who specifically request for the same. Accordingly, Members who wish to obtain a physical copy of the Annual Report for the financial year 2025-26, may write to the Company at naturahue@rediffmail.com , requesting for the same by providing their holding details.

8. The Notice of the 31st AGM along with Annual Report for the financial year 2025-26, is available on the website of the Company at www.naturahuechem.com/financial.html , on the website of Stock Exchanges i.e. BSE Limited and on the website of CDSL at www.evotingindia.com.

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT

9. Details as required in Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking re-appointment at the AGM are provided at pages 15 of this Annual Report. Requisite declarations have been received from the Directors seeking appointment/re-appointment. The Managing Director and Independent Directors of the Company are not liable to retire by rotation.

PROCEDURE FOR INSPECTION OF DOCUMENTS

10. Documents referred to in the accompanying Notice of the 31st AGM and the Explanatory Statement shall be available at the Registered Office of the Company for inspection without any fee on all working days except Saturday, during normal business hours 09:00 A.M. to 05:00 P.M. (IST) from Tuesday, 22nd September, 2026 to Tuesday, 29th September, 2026.

11. During the AGM, the following documents shall be available for inspection upon login at CDSL e-Voting page at https://www.evotingindia.com:

• Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act;

• Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act;

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM

12. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the Listing Regulations and applicable Circulars, the Company is pleased to provide to its Members, the facility to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. For this purpose, the Company has entered into an agreement with CDSL, as the authorized agency for facilitating voting through electronic means. The facility of casting votes by Members using remote e-voting system as well as e-voting on the date of the AGM will be provided by CDSL.

13. CS Ghanshyam Soni, Practicing Company Secretary (CP No. 17876 & Membership No.12019) M/s Ghanshyam Soni & Associates has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

14. Remote e-voting - Key Dates:

Cut-off date The date, one day prior to the commencement of book closure, for determining the Members who are entitled to vote on the resolutions set forth in this Notice	**Tuesday, 22nd September, 2026**
Book closure dates Period during which the Register of Members and Share Transfer Books of the Company shall remain closed	**Wednesday 23rd September to Tuesday 29th September 2026 (both days inclusive)**

Remote e-voting period

Period during which Members, as on the cut-off date, may cast their votes on electronic voting system from any location

Start Date and Time	Saturday, 26th September 2026 10:00 A.M. (IST)
End Date and Time	Monday, 28th September 2026 05:00 P.M. (IST)

15. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purpose only.

16. The facility for voting through e-voting system shall also be made available during the AGM. Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM; however, they shall not be eligible to vote at the AGM. Members holding shares in physical form are requested to access the remote e-voting facility provided by the Company through CDSL e-voting system at https://www.evotingindia.com.

SEBI MANDATE ON KYC COMPLIANCE

17. SEBI vide its Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023, as amended, has mandated registration of PAN, KYC details (viz., i. Contact Details, ii. Mobile Number, iii. Bank Account Details, iv. Signature) and Choice of Nomination, by holders of physical securities. Further, Members who hold shares in physical form and whose folios are not updated with any of the above details, shall be eligible to get dividend only in electronic mode with effect from 1st April, 2024.

18. Communication in this regard has been sent to all physical holders whose folios are not KYC compliant at the latest available address/email-id. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, on or before Saturday, 19th September, 2026 so that the KYC details can be updated in the folios before the cut-off date of Tuesday, 29th September, 2026.

SEBI MANDATE ON ISSUANCE OF SECURITIES ONLY IN DEMAT MODE

19. Regulation 40 of Listing Regulations, as amended, mandates that transfer, transmission and transposition of securities of listed companies held in physical form shall be affected only in demat mode. Further, SEBI vide its Circular dated 25th January, 2022, has clarified that listed companies, with immediate effect, shall issue securities only in demat mode while processing any investor service requests including transmission, issuance of duplicate shares, deletion of name, exchange of shares, etc. In view of this as also to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to demat mode.

ANNEXURE-A

1. PROCEDURE FOR JOINING THE AGM THROUGH VC/OAVM:

The Company will provide VC / OAVM facility to its members for participating at the AGM.

a. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at www.evotingindia.com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

b. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

c. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

e. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at naturahue@rediffmail.com. These queries will be replied to by the company suitably by email.

f. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

2. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER: -

a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.

b. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

c. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

d. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- 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 “Corporate” 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 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; naturahue@rediffmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

3. VOTING THROUGH ELECTRONIC MEANS-

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation the Company is leased to provide members facility to exercise their right to vote at the 31st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited.

THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER: -

(i) The remote e-voting period begins on Saturday, 26th September, 2026 at 10:00 AM and ends on Monday, 28th September, 2026 at 05:00P.M. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, 22nd September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, 22nd September, 2026. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) A person who is not a member as on the cut-off date should treat this Notice of 31st AGM for information purpose only.

(iii) Shareholders can opt only single mode of voting per EVSN i.e. If through remote e-voting or voting at the Meeting (Insta Poll). If a Member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID".

(iv) Once the vote on a resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.

(v) 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.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companieswhere the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider 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 i.e. CDSL/CDSL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin.The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. 5) After successful authentication, user will be able to see the e-Voting optionwhere the e-voting 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 **CDSL**	1) If you are already registered for CDSL IDeAS facility, please visit the e-Services website of CDSL. Open web browser by typing the following URL: https://eservices.CDSL.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 or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.CDSL.com. Select "Register Online for IDeAS "Portal or click at https://eservices.CDSL.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of CDSL. Open web browser by typing the following URL: https://www.evoting.CDSL.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 CDSL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to CDSL 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 or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with CDSL/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 CDSL/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 or joining virtual meeting & voting during the meeting.

a. LOGIN METHOD FOR E-VOTING AND JOINING VIRTUAL MEETINGS 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.

3. Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For CDSL: 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 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:

<table>
<tr><td colspan="2">For Physical shareholders another than individual shareholders holding shares in Demat.</td></tr>
<tr><td>PAN</td><td>Enter your 10digit 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.</td></tr>
<tr><td>Dividend Bank Details OR Date of Birth (DOB)</td><td>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.</td></tr>
</table>

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

8. 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.

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

10. Click on the EVSN for ***Natura Hue Chem Limited*** on which you choose to vote.

11. 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.

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

13. 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.

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

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

16. 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.

- **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

  a) 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 "Corporate" module.

  b) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

  c) 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.

d) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.comand on approval of the accounts they would be able to cast their vote.

e) 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.

f) 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; naturahue@rediffmail.com (designated email address by company) if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

b. 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 attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

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 at naturahue@rediffmail.com or to RTA at beetalrta@gmail.com

For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or CDSL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company at naturahue@rediffmail.com or to RTA at beetalrta@gmail.com.

THE COMPANY WHOLEHEARTEDLY WELCOMES MEMBERS AT THE 31ST ANNUAL GENERAL MEETING OF THE COMPANY. THE MEMBERS MAY PLEASE NOTE THAT NO GIFTS / GIFT COUPONS WILL BE DISTRIBUTED AT THE ANNUAL GENERALMEETING.

PARTICULARS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT/ RETIRING BY ROTATION AT THE ENSUING ANNUAL GENERAL MEETING (IN PURSUANCE OF REGULATION 36(3) OF LISTING REGULATIONS AND SS-2):

A. Hifzul Rahim (08491854)

S. No.	PARTICULARS	Details
1	Name of the Director	Mr. Hifzul Rahim
2	Age	31 Years
3	Qualification	Graduate in Commerce
4	Brief Resume / Experience (including nature of expertise in specific functional areas)	He is a B-Com Graduate having knowledge in the field of accounts, finance and others.
5	Date of First Appointment on the Board	He was first appointed as an Additional Director on 11/08/2023 and was later regularised as a Director at the Annual General Meeting held on 27/09/2023.
6	Terms and Conditions of Appointment / Re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act,2013.
7	Remuneration Sought to be Paid	No remuneration is proposed to be paid to him pursuant to his re-appointment.
8	Remuneration Last Drawn (if applicable)	Nil – No remuneration has been drawn by the Director to date.
9	Shareholding in the Company (including shareholding as a beneficial owner)	Nil
10	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	He is Son of Mr. Mansoor Ahmed, Managing Director of the Company.
11	Number of Board Meetings Attended During the Year	6 out of 6 Board meetings
12	Other Directorships (Listed Entities), including entities from which resigned in the past three years	1.New era Alkaloids and Exports Limited-**Executive Director** 2.Ashoka Refineries Limited-**Managing Director**
13	Membership / Chairmanship of Committees of the Board (including other companies)	Ashoka Refineries Limited: Stakeholders Relationship Committee: Member New Era Alkaloids and Exports Limited Audit Committee-Member
14	In case of Independent Directors – Skills and Capabilities Required for the Role and How the Person Meets Them	Not Applicable

B. Aditya Sharma (DIN - 08718848)

S. No.	PARTICULARS	DETAILS OF DIRECTOR
1	**Name of the Director**	Mr. Aditya Sharma
2	**Age**	34 Years
3	**Qualification**	Bachelor of Engineering
4	**Brief Resume / Experience (including nature of expertise in specific functional areas)**	He is a **B.E. in Mechanical Engineering** with extensive experience in **plant & machinery, technical operations, maintenance and management**, along with a sound understanding of **finance, business management and commercial matters**. His technical and managerial expertise enables him to contribute effectively to the Company's operational and strategic affairs.
5	**Date of First Appointment on the Board**	He was appointed as an Additional Independent Director on 30/06/2021 and was regularised as an Independent Director at the AGM held on 25/09/2021.
6	**Terms and Conditions of Appointment / Re-appointment**	Re-appointment as Independent Director for second term. He is **not liable to retire by rotation** and, upon re-appointment, shall be **entitled to receive sitting fees as applicable**
7	**Remuneration Sought to be Paid**	No remuneration is proposed to be paid to him pursuant to his re-appointment, **other than sitting fees as applicable**.
8	**Remuneration Last Drawn (if applicable)**	Sitting fees only
9	**Shareholding in the Company (including shareholding as a beneficial owner)**	Nil
10	**Relationship with other Directors, Manager and other Key Managerial Personnel of the Company**	Not related to any other Director / KMP
11	**Number of Board Meetings Attended During the Year**	6 out of 6 Board meetings
12	**Other Directorships (Listed Entities), including entities from which resigned in the past three years**	1. Ashoka Refineries Limited- **Independent Director** 2. New era Alkaloids Limited- **Independent Director**
13	**Membership / Chairmanship of Committees of the Board (including other companies)**	<u>Ashoka Refineries Limited:</u> Nomination & Remuneration Committee: Member <u>Natura Hue Chem Limited:</u> Nomination & Remuneration Committee: Member <u>New Era Alkaloids and Exports Limited</u> Nomination and Remuneration Committee-Member
14	**In case of Independent Directors – Skills and Capabilities Required for the Role and How the Person Meets them**	He possesses strong knowledge of finance, business management and commercial matters, along with sound analytical and decision-making skills. His experience and understanding of business operations enable him to provide independent and valuable insights to the Board in relation to the Company's strategic and operational matters.

C. Mansoor Ahmed (DIN - 01398796)

S. No.	PARTICULARS	DETAILS OF DIRECTOR
1	**Name of the Director**	Mr. Mansoor Ahmed
2	**Age**	65
3	**Qualification**	**Graduate**
4	**Brief Resume / Experience (including nature of expertise in specific functional areas)**	Mr. Mansoor Ahmed is a businessman and has good business exposure in the field of accounts, finance and others. He possesses experience of more than 23 years. He is associated with the company since very beginning and has a detailed knowledge about the company and its affairs.
5	**Date of First Appointment on the Board**	He was appointed as a director on 01/04/2000 and was subsequently appointed as Managing Director on 11/08/2023.
6	Terms and Condition of appointment/re-appointment	He shall continue to serve as Managing Director on such terms and conditions as approved by the Board and shareholders, subject to the applicable provisions of the Companies Act, 2013 and other applicable laws.
7	Remuneration Sought to be Paid	He has voluntarily agreed to waive and forego his remuneration as Managing Director during the period of absence or inadequacy of profits.
8	Remuneration Last Drawn (if applicable)	Nil – No remuneration was drawn, as he had voluntarily waived his remuneration
9	Shareholding in the Company (including shareholding as a beneficial owner)	NIL
10	Relationship with Directors inter-se (As per Section 2 (77) of the Companies Act, 2013 read with The Companies (Specification of definitions details) Rules, 2014	He is the father of Mr. Hifzul Rahim, a Director of the Company.
11	Number of Board Meetings Attended During the Year	6 out of 6 Board meetings
12	Other Directorships (Listed Entities), including entities from which resigned in the past three years	1. New Era Alkaloids & Exports Limited- Director 2. Ashoka Refineries Limited- Director
13	Membership / Chairmanship of Committees of the Board (including other companies)	**1. Natura Hue Chem Limited** Audit Committee-Member **1. Ashoka Refineries Limited** Stakeholders Relationship Committee- Member **2. New Era Alkaloids & Exports Limited** Audit Committee-Member
14	In case of Independent Directors – Skills and Capabilities Required for the Role and How the Person Meets them	Not Applicable

<u>EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD ON GENERAL MEETINGS</u>

The following Statement sets out all material facts relating to the **ORDINARY BUSINESS** mentioned in the Notice:

Item No. 3: To consider appointment of statutory auditors M/s. KCMG & Associates., Chartered Accountants, Raipur (Firm registration number: 009518C)

M/s. Batra Deepak and Associates., Chartered Accountants, was appointed as the Statutory Auditors of the Company at the 29th Annual General Meeting held on 26th September, 2024. The auditors have tendered **resignation** from the office of statutory auditors with effect from **01st September, 2026** , due to pre-occupation with other professional commitments, owing to which they were unable to continue to devote the requisite time and attention to the affairs of the Company. To fill the **casual vacancy** caused by resignation of the statutory auditor, the Board of Directors of the Company at its meeting held on 02nd September, 2026, based on the recommendations of the Audit Committee, have approved the **appointment** of **M/s. KCMG & Associates**, Chartered Accountants (Firm Registration No.: 009518C), in terms of Section 139 of the Companies Act, 2013 (as amended) (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (as amended) to hold the office upto this Annual General Meeting, subject to the approval of the members. Considering wide experience and expertise of **M/s KCMG & Associates**, Chartered Accountants their appointment is proposed by the Board. The approval of members for the said appointment is proposed in this meeting.

The Board of Directors, based on the recommendation of the Audit Committee, has further proposed the appointment of **M/s KCMG & Associates**., Chartered Accountants (Firm Registration No. 009518C) as the Statutory Auditors of the Company for a term of 5 (five) consecutive years, commencing from the conclusion of this Annual General Meeting until the conclusion of the 37th Annual General Meeting, subject to the approval of the members.

<u>Eligibility and Consent</u>

M/s. KCMG & Associates have consented to the proposed appointment for a term of 5 years and have confirmed their eligibility for the same. They have further confirmed that their appointment, if made, would be within the limits laid down by or under the authority of the Act. They have also confirmed that they are not disqualified for the proposed appointment under the Act, including under Section 141 of the Act, the Chartered Accountants Act, 1949 and the rules and regulations made thereunder.

<u>Brief Profile of the Proposed Statutory Auditors</u>

KCMG & ASSOCIATES is a partnership firm of Chartered Accountants, having **Firm Registration No**. **009518C** with a reputed track record of more than twenty years, with the team of dedicated members having exclusive expertise in the fields of Accounting, Statutory/ Internal/ Audits, Taxation, International Taxation, Company Law Matter and Management Consultancy services has delivered remarkable results and has put its name on the top of the peer group firms.

The firm is backed by an experienced team of professionals who are specialized in matters relating to Audits, Company Law, Industrial & Financial Consultancy, Income Tax, and other direct and indirect taxes, besides, the firm retains the service of an expert from time to time cater to the specific needs of the clients.

The firm is a Peer Reviewed Firm and holds a valid Peer Review Certificate bearing No. 016718, valid up to 30 April 2027, issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI). The firm possesses the requisite professional competence, experience and resources to undertake the statutory audit of the Company.

The Board, based on the recommendation of the Audit Committee, recommends the resolution as set out in item no. 3 of this notice to be passed as an **ordinary resolution**.

None of the directors and key managerial personnel or their relatives are interested financially or otherwise in the resolution as set out in item no. 3 of this notice.

The following Statement sets out all material facts relating to the **SPECIAL BUSINESS** mentioned in the Notice:

Item No. 4: To Re-Appoint of Mr. Aditya Sharma (DIN: 08718848) as an Independent Director of the company.

The Board of Directors of the Company, at its meeting held on 12th August 2026, pursuant to the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Mr. Aditya Sharma (DIN: 08718848) as an Independent Director, not liable to retire by rotation, of the Company for a term of 5 (Five) consecutive years commencing from 12th August 2026 to 11th August 2031 (both days inclusive), subject to the approval of the Members of the Company at the ensuing Annual General Meeting.

Process & Basis of Appointment:
The Nomination and Remuneration Committee evaluated the profiles of various candidates for appointment as an Independent Director of the Company. The Committee identified the skills, expertise and competencies required by the Board for the effective functioning of the Company and considered various candidates based on their qualifications, experience, knowledge, skills, independence, professional competence, integrity and ability to devote sufficient time and attention to the affairs of the Company.

After considering the aforesaid parameters, the Nomination and Remuneration Committee recommended to the Board the appointment of Mr. Aditya Sharma as an Independent Director of the Company. The Board, after considering the recommendation of the Nomination and Remuneration Committee, approved his appointment, subject to the approval of the Members.

Profile:
Mr. Aditya Sharma holds a Bachelor of Engineering (B.E.) degree in Mechanical Engineering and possesses extensive knowledge and experience in plant and machinery and allied equipment. He has a sound understanding of the technical and operational aspects of plant and machinery, including their management, maintenance and effective utilization. He also possesses knowledge of finance, business management and commercial matters, enabling him to provide valuable inputs on strategic decision-making and business operations. His combination of technical expertise, financial acumen and managerial understanding is expected to provide valuable insights into the Company's operational and strategic affairs and contribute effectively to the deliberations of the Board.

Remuneration:
Mr. Aditya Sharma shall be entitled to receive sitting fees for attending the meetings of the Board of Directors and Committees thereof, as may be determined by the Board from time to time, subject to the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Other Information:
Mr. Aditya Sharma has furnished to the Company a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and that he is not disqualified from being appointed as a Director under the provisions of the Act. 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 of the Company.

In the opinion of the Board, Mr. Aditya Sharma fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder for appointment as an Independent Director and is independent of the management of the Company.

The Company has received a notice in writing from Mr. Aditya Sharma under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director of the Company. The Company has also received from Mr. Aditya Sharma all necessary declarations and confirmations, including his consent to act as a Director in the prescribed form and declaration of independence under Section 149(7) of the Companies Act, 2013.

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

Except Mr. Aditya Sharma, none of the Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

Item No. 5: To Re-appoint Mr. Mansoor Ahmed (DIN: 01398796) as the Managing Director of the Company for a further period of 3 (Three) years and to approve the terms and conditions of his re-appointment

Mr. Mansoor Ahmed (DIN: 01398796) was appointed as the Managing Director of the Company for a period of three years with effect from August 11^{th} 2023.

The Nomination and Remuneration Committee, after considering his qualifications, experience, knowledge, managerial capabilities and contribution to the affairs of the Company, recommended to the Board the re-appointment of Mr. Mansoor Ahmed as the Managing Director of the Company for a further period of 3 (Three) years with effect from August 24, 2026 to August 23, 2029.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors approved the re-appointment of Mr. Mansoor Ahmed as the Managing Director of the Company for the aforesaid period, subject to the approval of the Members of the Company.

The terms and conditions of the proposed re-appointment of Mr. Mansoor Ahmed as Managing Director are set out in the appointment letter/agreement to be entered into between the Company and Mr. Mansoor Ahmed, the material terms whereof are set out in this Explanatory Statement.

Considering the present position of the Company, Mr. Mansoor Ahmed has voluntarily agreed to waive and forego his entitlement to receive remuneration as Managing Director for the time being. The remuneration payable to him during his tenure shall not exceed ₹5,00,000/- (Rupees Five Lakh only) per annum, as may be determined by the Board of Directors from time to time. Accordingly, no remuneration shall be payable to him during the period of such waiver; however, remuneration may be paid in future within the aforesaid limit, subject to the provisions of the Companies Act, 2013, Schedule V thereto and other applicable laws.

The Board is of the opinion that the continued association of Mr. Mansoor Ahmed as the Managing Director of the Company would be desirable, beneficial and in the best interests of the Company, considering his experience, knowledge and understanding of the Company's business and affairs. The office of the Managing Director shall not be liable to retire by rotation.

The necessary information and disclosures in compliance with the applicable provisions of the Companies Act, 2013, the rules made thereunder and Secretarial Standard-2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India relating to Mr. Mansoor Ahmed are provided in the Notice.

Mr. Mansoor Ahmed has furnished the requisite consent, declarations and disclosures to the Company as required under the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Mr. Mansoor Ahmed is the Father of Mr. Hifzul Rahim, Executive Director of the Company. Accordingly, Mr. Mansoor Ahmed and Mr. Hifzul Rahim are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Save and except the aforesaid persons, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financially or otherwise, in the said resolution.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

By order of the Board
For, Natura Hue-Chem Limited

Sd/-
Komal Goyal
Company Secretary & Compliance Officer
M. No. A75839

Date : 02^{nd} September 2026
Place: Raipur (C. G.)