



(Formerly Known as Markobenz Ventures Limited)

CIN: L46692MH1985PLC037652

Regd. Off.: G2 & G3 Samarpan Complex, Next to Mirador Hotel, Chakala, Andheri East, Mumbai 400069

Tel No.: + 91 88828 64121;

Email: markobenzventures@gmail.com | Website: <https://www.markobenzventures.com>

Date: 01st September, 2026

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

Scrip Code: 514060

Scrip Id: NEWTRAC

Sub.: **Notice of 39th Annual General Meeting of the Company**

Dear Sir/Madam,

We are enclosing herewith the Notice of 39th Annual General Meeting ("AGM") of **Newtrac Foods & Beverages Limited** to be held on Thursday, September 24th, 2026 at 03:00 p.m. IST through Video Conferencing ("VC") or other audio visual means (OAVM) in compliance with the various circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

As per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members the facility to cast their vote(s) on all resolutions set forth in the Notice by electronic means ("e-voting").

The instructions such as registering/ updating email addresses, e-voting before and during the Meeting, attending the Annual General Meeting (AGM) through Video Conferencing ("VC") or other audio visual means (OAVM) are mentioned in the Notice attached.

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

Thanking You

Yours Faithfully

For Newtrac Foods & Beverages Limited
(Formerly known as Markobenz Ventures Limited)

MR. MAHENDRA KUMAR JAGDEESH PATEL
DIRECTOR
DIN: 10782956
Encl: As Above

NEWTRAC FOODS & BEVERAGES LIMITED
(FORMERLY KNOWN AS MARKOBENZ VENTURES LIMITED)

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

Name of Directors and KMP	Designation
Mr. Bhavin Yogesh Shukla	Managing Director
Mr. Drumil Ashok Gandhi	Non-Executive Independent Director (Date of Resignation 30 th July, 2026)
Mr. Dinesh Chander Notiyal	Non-Executive Independent Director
Mr. Jetharam Karwasra	Non-Executive Independent Director (Date of Resignation 24 th February, 2026)
Mr. Harish Sharma	Chief Financial Officer
Ms. Sarla Manoj Kakaiya	Non-Executive Independent Director (Date of Appointment 29 th July, 2024)
Mr. Mahendra Kumar Jagdeesh Patel	Executive Director
Mr. Rakesh Kumar Pandey	Non-Executive Independent Director
Mr. Gurunath Jairam Gurav	Non-Executive Independent Director (Date of Appointment 25 th August, 2026)
Mr. Rathindranath Bishnupada Ghosh	Non-Executive Independent Director (Date of Appointment 25 th August, 2026)
Ms. Nishi Jayantilal Jain	Whole Time Company Secretary (Date of Appointment 05 th August, 2026)

STATUTORY AUDITORS

M/s. NKSC & Co, Chartered Accountants. (Resigned on 30th May, 2026)

M/s. Sarang Shivajirao Chavan and Associates (Appointed on 01st June, 2026)

SECRETARIAL AUDITORS

CS Ramesh Chandra Bagdi, Practicing Company Secretaries.

BANKERS

HDFC Bank Limited

ICICI Bank Limited

AXIS Bank Limited

KARURVYSYABANK

REGISTERED OFFICE

Office G-2 & G-3, Samarpan Complex, Link, Opp Satam Wadi, Chakala, Sahar, Sahar P & T Colony, Mumbai, Mumbai, Maharashtra, India, 400099.

TEL: 91-8882864121

EMAIL: markobenzventures@gmail.com

WEBSITE: www.markobenzventures.com

CIN: L46692MH1985PLC037652

REGISTRARS & SHARE TRANSFER AGENTS: MUFG Intime India Private Limited

C-101, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai, Maharashtra, 400083

Tel: 022 49186270, Email: rnt.helpdesk@linkintime.co.in

NOTICE TO THE MEMBERS

NOTICE is hereby given that the 39th Annual General Meeting of the Members of **NEWTRAC FOODS & BEVERAGES LIMITED (Formerly known as MARKOBENZ VENTURES LIMITED) (CIN: L46692MH1985PLC037652)** will be held on, **24th September, 2026 at 3.00 p.m** through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM") to transact, with or without modification(s) the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026, including the Audited Balance Sheet as at March 31, 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.
2. To appoint a Director in place of Mr. Mahendra Kumar Jagdeesh Patel (DIN: 10782956), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. **To appoint M/s Sarang Shivajirao Chavan & Associates Chartered Accountants (FRN: 159649W) 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, with or without modification(s), 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 Sarang Shivajirao Chavan & Associates** Chartered Accountants (**FRN: 159649W**) 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 2027-28, to fill the casual vacancy caused by the resignation of the existing Statutory Auditors, M/s. NKSC & Co., Chartered Accountants (Firm Registration No. 020076N.

4. **Regularisation of Mr. Gurunath Jairam Gurav (DIN: 11878094) 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 provision of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per applicable Regulations and Schedules of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, Mr. Gurunath Jairam Gurav (DIN: 11878094) who was on the

recommendation of Nomination and Remuneration Committee appointed as the Additional Director (Independent Category) by the Board of Directors in their Meeting held on 25th August, 2026 to hold office till the date of the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director under the provisions of section 160 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company.”

5. Regularisation of Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972) 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 provision of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as per applicable Regulations and Schedules of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972) who was on the recommendation of Nomination and Remuneration Committee appointed as the Additional Director (Independent Category) by the Board of Directors in their Meeting held on 25th August, 2026 to hold office till the date of the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director under the provisions of section 160 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company.”

For and on behalf of the Board
For NEWTRAC FOODS & BEVERAGES LIMITED
(Formerly Known As Markobenz Ventures Limited)

Sd/-
BHAVIN YOGESH SHUKLA
Managing Director
(DIN: 10718852)

Registered Office:
Office G-2 & G-3, Samarpan Complex, Link, Opp Satam Wadi, Chakala, Sahar, Sahar P & T Colony, Mumbai, Mumbai, Maharashtra, India, 400099

Date: 01st, September, 2026
Place: Mumbai

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 ("the Act") with respect to the special business set out in the Notice is annexed hereto. Additional information pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI LODR] in respect of Director seeking re-appointment at the Annual General Meeting (AGM) is annexed as Annexure to this Notice.

2. In accordance with the provisions of the Act, read with the Rules made thereunder and in accordance with the General Circular No.14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 10/2022 dated December 28, 2022 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/ HO/ CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circulars") companies are allowed to hold AGM through video conference/other audio visual means ("VC/OAVM") upto September 24, 2026 without the physical presence of members. In compliance with the applicable provisions of the Act, MCA & SEBI circulars, the 39th AGM of the Company is held through VC/OAVM on Thursday, September 24, 2026 at 3.00 p.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at Office G-2 & G-3, Samarpan Complex, Link, Opp Satam Wadi, Chakala, Sahar, Sahar P & T Colony, Mumbai, Mumbai, Maharashtra, India, 400099, which shall be the deemed venue for the AGM

In compliance with the aforesaid circulars, Notice of the AGM along with the Annual Report for the Financial Year ended March 31, 2026 is being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company / Link Intime India Private Limited or the Depository Participant(s). The physical copies of Annual Report will be sent only to those shareholders who request for the same. Notice and Annual Report for the Financial Year 2025-26 are also available on the website of the Company <https://www.markobenzventures.com//>

Members who are desirous to have a physical copy of the Annual Report should send a request to the Company's e-mail id viz., markobenzventures@gmail.com clearly mentioning their Folio number / DP and Client ID.

4. Since the AGM is being held pursuant to the Circulars issued by the Ministry of Corporate Affairs through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly the facility to appoint a proxy by a Member will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Act. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their vote through remote e-voting.

5. Institutional / Corporate Members are requested to send to the Company a scanned copy (pdf/jpg format) of certified Authorisation / Board Resolution with attested specimen signature of the duly authorized signatory (ies) who are authorised to participate in the AGM through VC/OAVM on their behalf and to vote through remote e-voting to the Scrutinizer by email to rcbagdipcs@yahoo.in with a copy marked to evoting@nsdl.co.in/

6. The Register of Members and the Share Transfer Books of the Company will remain closed from Friday September 18, 2026 to Thursday, September 24, 2026 (both days inclusive).

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. Members are requested to immediately notify the REGISTRARS AND SHARE TRANSFER AGENTS or the DEPOSITORY PARTICIPANTS (in case of shares which have been dematerialised) of any change in their address.

9. Members are requested to update their email address with Depository Participant/Company to enable us to send Annual Report and other communications electronically.

10. Members who wish to claim dividend of earlier years, which remain unclaimed, are requested to either correspond with the Company or the Registrar and Share Transfer Agents, MUFG Intime India Private Limited, Unit: Markobenz Ventures Limited, Office G-2 & G-3, Samarpan Complex, Link, Opp Satam Wadi, Chakala, Sahar, Sahar P & T Colony, Mumbai, Mumbai, Maharashtra, India, 400099.

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSDPoD1/P/CIR/2023/37 dated March 16, 2023 issued in supersession of earlier circulars nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 and SEBI/HO/MIRSD/MIRSD RTAMB/P/ CIR/2021/687 dated November 3, 2021 and December 14, 2021 has mandated all the listed companies to record the PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical shares/securities. The Company has on February 5, 2022 and May 17, 2023 requested all the shareholders holding shares in physical form to complete updation of PAN, KYC details and Nomination failing which the Ledger Folios of noncompliant shareholders will be frozen as per the above Circular on or after October 1, 2023. Members can contact the Company or Registrars and Transfer Agents, Link Intime India Private Limited for assistance in this regard. The Forms for updation of PAN, KYC, Bank details and Nomination are available on the Company's website, <https://www.markobenventures.com/>

10. Members desiring any additional information/clarification on the Financial Statements are requested to send such requests at the earliest through email on markobenzventures@gmail.com on or before September 17, 2026. The same will be replied by the Company suitably at the AGM.

11. Members desiring inspection of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act during the AGM may send their request in writing to the Company to markobenzventures@gmail.com by September 17, 2026.

12. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

14. National Securities Depositories Limited ("NSDL") will be providing facility for voting through remote e-Voting, for participation in the 39th AGM through VC/OAVM Facility and e-Voting during the 39th AGM.

15. Members may join the 39th AGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members 30 minutes before the time scheduled to start the 39th AGM and 15 minutes after the scheduled time to start the 39th AGM.

16. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for

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 EGM/AGM without restriction on account of first come first served basis.

17. E-Voting

I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI LODR, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means, through e-Voting Services provided by National Securities Depository Limited (NSDL). Those Members participating in the AGM through VC/OAVM Facility and who have not cast their vote by remote e-voting shall be able to exercise their right to vote through e-voting system during the AGM.

II. The Members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC/ OAVM facility but shall not be entitled to cast their vote again.

III. The remote e-voting period commences on Monday, September 21, 2026 (9:00 am) (IST) and ends on Wednesday, September 23, 2026 (5:00 pm) (IST). During this period Members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, September 17, 2026 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

IV. The process and manner for remote e-voting are as under:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to

	enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Existing users who have opted for Easi / Easiest, they can login through their 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 www.cdslindia.com and click on New System Myeasi. - After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of

	e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 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 link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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 NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

B) Login Method for e-Voting shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.
How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period Now you are ready for e-Voting as the Voting page opens.
3. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
4. Upon confirmation, the message “Vote cast successfully” will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rcbagdipcs@yahoo.in <Please mention the e-mail ID of Scrutinizer> with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cs@podarenterprise.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), 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 cs@podarenterprise.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those Members/ shareholders, who will be 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 in the AGM.
3. Members 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.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join

Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

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

4. 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.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@evergreentextiles.in. The same will be replied by the company suitably.

6. Members who would like to express their views during the AGM may pre-register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, demat account number/folio number, PAN, mobile number at markobenzventures@gmail.com upto September 17, 2026. Members who have registered as speakers will only be allowed to express their views during the AGM. The Company reserves the right to restrict the number of speakers depending on the available of time for the AGM.

A. Other Instructions:

I. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 17, 2026 as per the Register of Members/Statements of beneficial ownership maintained by the Depositories, i.e., NSDL and CDSL. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holds shares as of the cut-off date i.e. September 17, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or markobenzventures@gmail.com.

However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following no.: 022-48867000 and 022-24997000.

II. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

III. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or casting vote through e-voting system during the meeting.

IV. CS Ramesh Chandra Bagdi, Practicing Company Secretaries has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the remote e-voting process and casting vote through the e-voting system during the meeting in a fair and transparent manner.

V. During the AGM, the Chairman shall, after response to the questions raised by the Members in

advance or as a speaker at the AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the 39th AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be disabled by NSDL for voting 15 minutes after conclusion of meeting.

VI. The Scrutinizer shall after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

VII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed at the date of AGM.

EXPLANATORY STATEMENT IN TERMS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

To appoint M/s Sarang Shivajirao Chavan & Associates Chartered Accountants (FRN: 159649W) as Statutory Auditors of the Company to fill the casual vacancy due to resignation of existing Statutory Auditors:

M/s NKSC & Co., Chartered Accountants (Firm Registration No. 020076N), 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 Sarang Shivajirao Chavan & Associates Chartered Accountants (FRN: 159649W)** 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 Sarang Shivajirao Chavan & Associates Chartered Accountants (FRN: 159649W)** as the Statutory Auditors of the Company to fill the casual vacancy.

Brief Profile as under:

***Sarang Shivajirao Chavan & Associates**, established in 2023 and headquartered in Ahmedabad, is a registered Chartered Accountancy firm with ICAI, led by **CA Sarang Shivajirao Chavan (CA, CS, ICWA, B.Com)**. The firm provides a wide spectrum of services including audit, taxation, GST, corporate law, advisory, and due diligence, catering to listed companies, SMEs, start-ups, and non-profits across diverse sectors such as IT, manufacturing, real estate, financial services, and education. With a strong focus on integrity, excellence, and client-centric solutions, the firm is committed to delivering reliable, value-driven, and ethical professional services.*

M/s Sarang Shivajirao Chavan & Associates Chartered Accountants (FRN: 159649W), 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 of the Company recommends the passing of the resolution in Item No.03 of the notice as an Special Resolution.

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

Item No. 4

Members are requested to note that the Board of Directors of the Company, on recommendation of the Nomination & Remuneration Committee ("NRC"), at their meeting held on 25th August, 2026 approved the appointment of **Mr. Gurunath Jairam Gurav (DIN: 11878094)** as Additional Director (Independent Category) on the Board of the Company and accordingly, in terms of the provisions of Section 161 of the Companies Act, 2013 ("Act"), holds office up to the date of the forthcoming Annual General Meeting of the Company.

The brief profile(s) of **Mr. Gurunath Jairam Gurav (DIN: 11878094)** are given in the annexure to the Notice. Members are requested to note that the Company has received a declaration from **Mr. Gurunath Jairam Gurav (DIN: 11878094)** stating that he meet the criteria of independence as specified in Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and that he is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act.

Members are further requested to note that the Company has received notice(s) in writing in terms of the provisions of Section 160 of the Act from Member proposing the candidature of **Mr. Gurunath Jairam Gurav (DIN: 11878094)** as Director on the Board of the Company.

In the opinion of the Board, the proposed appointment of **Mr. Gurunath Jairam Gurav (DIN: 11878094)** as Independent Director fulfills the conditions specified in the Act and the LODR Regulations and is independent of the management.

The Board of Directors are of the opinion that the proposed Independent Director possesses requisite skills, experience and knowledge relevant to the Company's business and it would be in the interest of the Company to have his association with the Company as an Independent Director.

Members are requested to note that in terms of Section 150 and Schedule IV of the Act, the appointment of Independent Directors is subject to the approval by the Members of the Company.

Except **Mr. Gurunath Jairam Gurav (DIN: 11878094)** none of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution(s).

The Board recommends the resolution(s) set out at Item No. 4 of the Notice to the Members for their consideration and approval, by way of an Special Resolution(s).

Item No. 5

Members are requested to note that the Board of Directors of the Company, on recommendation of the Nomination & Remuneration Committee ("NRC"), at their meeting held on 25th August, 2026 approved the appointment of **Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972)** as Additional Director (Independent Category) on the Board of the Company and accordingly, in terms of the provisions of Section 161 of the Companies Act, 2013 ("Act"), holds office up to the date of the forthcoming Annual General Meeting of the Company.

The brief profile(s) of **Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972)** are given in the annexure to the Notice. Members are requested to note that the Company has received a declaration from **Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972)** stating that he meet the criteria of independence as specified in Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and that he is not disqualified from being appointed as a Director of the Company in terms of Section 164 of the Act.

Members are further requested to note that the Company has received notice(s) in writing in terms of the provisions of Section 160 of the Act from Member proposing the candidature of **Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972)** as Director on the Board of the Company.

In the opinion of the Board, the proposed appointment of **Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972)** as Independent Director fulfills the conditions specified in the Act and the LODR Regulations and is independent of the management.

The Board of Directors are of the opinion that the proposed Independent Director possesses requisite skills, experience and knowledge relevant to the Company's business and it would be in the interest of the Company to have his association with the Company as an Independent Director.

Members are requested to note that in terms of Section 150 and Schedule IV of the Act, the appointment of Independent Directors is subject to the approval by the Members of the Company.

Except **Mr. Rathindranath Bishnupada Ghosh (DIN: 08158972)** none of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution(s).

The Board recommends the resolution(s) set out at Item No. 5 of the Notice to the Members for their consideration and approval, by way of an Special Resolution(s).

DETAILS UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ ALONG WITH SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED SEPTEMBER 9, 2015:

Mr. Gurunath Jairam Gurav (Non-Executive Independent Director)

Name of Director	Mr. Gurunath Jairam Gurav
Directors Identification Number (DIN)	11878094
Designation	Non-Executive Independent Director
Nationality	Indian
Date of Birth	30/10/1986
Qualification	Graduate
Age	39
Date of first appointment on the Board	25 th August, 2026
Directorship held in other public companies	NA
Brief resume & Nature of expertise in specific functional areas	Mr. Gurunath Jairam Gurav has experience in the field of Accountancy and financial matters. His experience and knowledge in accounting and financial management are expected to contribute to the Company's financial oversight and corporate governance.
Disclosure of relationship between Directors inter-se	Mr. Gurunath Jairam Gurav is not related to any of the existing directors of the Company and is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India ("SEBI") or any other authority

Names of listed entities in which the personal so holds the Directorship	
No. of Shares held in the company	NIL
Membership & Chairmanships of Committees of the Board	NIL
No. of board meetings attended during the financial year	NIL
Board membership of other Companies as on 31st March, 2026 (Listed / Unlisted)	NIL
Membership/Chairmanship of Committees of the Board of Directors of other Companies as on 31st March, 2026	NIL
Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any	No

Mr. Rathindranath Bishnupada Ghosh (Non-Executive Independent Director)

Name of Director	Mr. Rathindranath Bishnupada Ghosh
Directors Identification Number (DIN)	08158972
Designation	Non-Executive Independent Director
Nationality	Indian
Date of Birth	20/04/1974
Qualification	Graduate
Age	52
Date of first appointment on the Board	25 th August, 2026
Directorship held in other public companies	NA
Brief resume & Nature of expertise in specific functional areas	Mr. Rathindranath Bishnupada Ghosh has experience in the field of Trading in Commodities and has knowledge of commodity markets and related business activities. His experience is expected to contribute to the Company's business strategy and expansion in commodity-related activities.
Disclosure of relationship between Directors inter-se	Mr. Rathindranath Bishnupada Ghosh is not related to any of the existing directors of the Company and is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India ("SEBI") or any other authority

Names of listed entities in which the personal so holds the Directorship	NA
No. of Shares held in the company	NIL
Membership & Chairmanships of Committees of the Board	NIL
No. of board meetings attended during the financial year	NIL
Board membership of other Companies as on 31st March, 2026 (Listed / Unlisted)	NIL
Membership/Chairmanship of Committees of the Board of Directors of other Companies as on 31st March, 2026	NIL
Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any	No

For and on behalf of the Board
For NEWTRAC FOODS & BEVERAGES LIMITED
(Formerly Known As Markobenz Ventures Limited)

Sd/-
BHAVIN YOGESH SHUKLA
Managing Director
(DIN: 10718852)

Registered Office:
Office G-2 & G-3, Samarpan Complex, Link, Opp Satam Wadi, Chakala, Sahar, Sahar P & T Colony, Mumbai, Mumbai, Maharashtra, India, 400099

Date: 01st September, 2026
Place: Mumbai