

SHREEOSWAL SEEDS AND CHEMICALS LIMITED

CIN: L01111MP2017PLC044596

Registered Office: "Oswal House", Opposite Balkavibairagi College, Nasirabad Highway,
Village Kanwati, Neemuch MP 458441

Tel. No. 07423-297511, Email id- oswalgrouops2002@gmail.com

Website-www.oswalseeds.com

POSTAL BALLOT NOTICE

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and "MCA Circulars" as defined below]

**To,
The Members
SHREEOSWAL SEEDS AND CHEMICALS LIMITED**

NOTICE is hereby given that pursuant to the provisions of Sections 108 and 110 and other applicable provisions if any of the Companies Act, 2013 ("the Act") as amended from time to time read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India (including any Statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for inter-alia conducting postal ballot through remote e-voting vide General Circular No.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 08th December, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and followed by General Circular No. 03/2025 dated September 22, 2025 **(collectively called as "MCA Circulars")** and other applicable provisions of the Act, rules, circulars and notifications issued there under, that the resolution set out below is proposed to be passed as Special Business through the mechanism of postal ballot process through voting by electronic means (**'remote e-voting'**) only, in accordance with the provisions of the Companies Act 2013 and rules made there under.

Further, the Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company/ RTA or Depository/ Depository Participants and the communication of assent/dissent of the members will only take place through the remote e-voting system.

The Statement pertaining to the said resolution setting out the material facts and the reasons for proposing the same are annexed herewith for your consideration and approval.

In accordance with the provisions of the MCA Circulars, the Company is sending Postal Ballot Notice in electronic form only. Hence, hard copy of Postal Ballot Notice along with Postal Ballot form and pre-paid business reply envelop will not be sent to the members for this Postal Ballot process and members are required to communicate their assent or dissent through the remote e-voting facility. In compliance with Regulation 44 of the SEBI

Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the rules framed there under and MCA Circulars, the company has extended the remote e-voting facility for its members, to enable them to cast their votes electronically. The members can vote on resolution through remote e-voting facility. Assent or dissent of the members on the resolution mentioned in the Postal Ballot Notice would be taken through the remote e-voting system as per the MCA Circulars.

Members desiring to exercise their vote are requested to carefully follow the instructions stated in the notes under section "The Instruction for the members for remote e-voting" appended with this Postal Ballot Notice and cast their votes not later than 5:00 P.M. (IST) on Saturday, 06th December, 2025.

The Board of Directors of the Company, at its meeting held on Friday, 31st October, 2025 appointed Mr. L.N. Joshi, Practicing Company Secretary, Indore (Membership Number F-5201, Certificate of Practice Number 4216), as Scrutinizer for conducting the postal ballot process through Remote E-voting in a fair and transparent manner. Further, the Company has engaged Central Depository Services India Limited ('CDSL') to provide remote e-Voting facility to the Equity Shareholders of the Company.

The Scrutinizer after completion of the scrutiny will submit the report to the Chairman or any authorized person of the Company. Thereafter the result of the postal ballot will be announced by the Chairman or the Company Secretary of the Company on or before Monday, 08th December, 2025 at the registered office of the Company. The aforesaid result along with scrutinizers report would be displayed at the registered office of the company, intimated to the Stock Exchange wherever the shares of the Company are listed and displayed along with the scrutinizer's report on the Company's website as well as on the website of CDSL. The resolution, if approved shall be deemed to have been passed on the last date specified by the Company for receipt of votes i.e. Saturday, 06th December, 2025.

The Following Special Business is proposed to be passed by members of the Company through Postal Ballot via 'remote e-voting' are given below:

SPECIAL BUSINESS

ITEM NO. 1: - TO CONFIRM APPOINTMENT OF M/S H. SAHU & COMPANY, CHARTERED ACCOUNTANTS NEEMUCH (FRN: 036476C) AS STATUTORY AUDITORS OF THE COMPANY TO FILL-IN CASUAL VACANCY CAUSED DUE TO RESIGNATION OF M/S J.C. BAHETI & ASSOCIATES, CHARTERED ACCOUNTANTS (FRN: 003390C).

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 139, 141 & 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modification(s), re-enactments thereof for the time being in force) and on the recommendations of the Audit Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for appointment of M/s. H. Sahu & Company, Chartered Accountants Neemuch (FRN: 036476C) as Statutory Auditors of the Company, to fill casual vacancy caused by the resignation of M/s. J.C. Baheti & Associates, Chartered Accountants

(Firm Registration No. 003390C), for conducting audit for the Financial year 2025-26 and such other audit/review/certification/work as may be required and/or deemed expedient and to hold office as the Statutory Auditors of the Company till the conclusion of the next Annual General Meeting of the Company to be held in calendar year 2026 on such remuneration as may be determined by the Managing Director as per recommendation of Audit Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be considered necessary, desirable or expedient to give effect to this resolution including filing of requisite e-form with registrar of Companies.”

By order of the Board of Directors
FOR SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Date: 31st October, 2025
Place: Neemuch

DILIP PATIDAR
COMPANY SECRETARY
ACS-34566

NOTES:

1. The Statement pursuant to Section 102 and 110 of the Companies Act, 2013, setting out material facts and the reasons for the proposal relating to the Special Business is annexed herewith.
2. The Notice of Postal ballot is being sent electronically (by e-mail) to those members who have registered their e-mail IDs with their Depository Participants or with Company or with Company's Registrar and Share Transfer Agent (RTA) and whose names appear on the Register of Member/ List of Beneficial Owners on Friday, 31st October, 2025. A copy of this Postal Ballot Notice is also available on the website of the Company at www.oswalseeds.com and the websites of the Stock Exchange i.e. National Stock Exchange of India Limited (www.nseindia.com) and also be available on the website of CDSL at www.evotingindia.com.
3. In terms of the MCA Circulars, the Company will send this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for the postal ballot process. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system. Shareholders, whose names appear on the Register of Members/List of Beneficial Owners as on Friday, 31st October, 2025 will be considered for the purpose of e-voting.
4. In compliance with the provisions of Sections 108 and 110 of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provides Members the facility to exercise their right to vote by electronic means through remote e-voting services provided by CDSL and those members who are facing any difficulty in casting their vote through remote e-voting may send mail to the company. The instructions for remote e-voting are annexed to this Notice. The voting period begins on Friday, 07th November, 2025 at 09:00 a.m. and ends on Saturday, 06th December, 2025 at 05:00 p.m. During this period, members of the Company, holding shares as on cut-off date of Friday, 31st October, 2025, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and voting shall not be allowed beyond the said date and time.
5. Resolution passed by the Members through Postal Ballot are deemed to have been passed as if the same were passed at a general meeting of the Members convened in that regard. The resolution(s), if approved by the requisite majority of Members by means of Postal Ballot, shall be deemed to have been passed on the last date of remote e-voting, i.e. Saturday, 06th December, 2025.
6. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the members. Voting rights shall be reckoned on the paid-up value of Equity Shares registered in the name of the members as on Friday, 31st October, 2025. A person who is not a member on the cutoff date i.e. Friday, 31st October, 2025, should treat this notice for information purpose only.
7. The Members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off date are requested to register their e-mail Ids to their respective Depository Participant, it will automatically be reflected in the RTA Record or to mail the company at oswalgroups2002@gmail.com with the name of registered member(s), folio number(s)/DP-Id/Client-Id and Number of equity shares held from

the email address they wish to register to enable them exercise their vote on special businesses as set out in the Postal Ballot notice through remote e-voting facility provided by CDSL. The instructions for remote e-voting are provided as part of this Postal Ballot Notice.

8. Voting right in e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorized representative with proof of their authorization.
9. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
10. Members desiring to exercise their vote are requested to carefully follow the instructions in the notes under section "The Instruction for the members for remote e-voting" appended with this Notice and cast their votes not later than 5:00 P.M. (IST) on Saturday, 06th December, 2025, failing which it will be strictly considered that no vote has been received from the members.
11. The Company has appointed Mr. L. N. Joshi, Practicing Company Secretary, Indore (Membership Number F-5201, Certificate of Practice Number 4216) to act as the Scrutinizer for conducting the postal ballot process through remote e-voting mechanism in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman or any authorized person after the completion of scrutiny and the result of the voting will be announced by the Chairman or the Company Secretary of the Company on or before Monday, 08th December, 2025 and will be displayed on the Company's website viz. www.oswalseeds.com and website of Exchange i.e. National Stock Exchange of India Limited (www.nseindia.com) and will be communicated to the Central Depository Services (India) Limited at www.evotingindia.com. The scrutinizer's decision on the validity of the postal ballot shall be final and binding.
12. The resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for receipt of valid votes i.e. Saturday, 06th December, 2025.
13. With a view to use natural resources responsibly, we request shareholders to update their contact details including e-mail address, mandates, nominations, power of attorney, Bank details covering name of the Bank and branch details, Bank account number, MICR code, IFSC code, etc. with their depository participants.
14. As required by Rule 22 of the Companies (Management and Administration) Rules, 2014 read with MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details pertaining to dispatch of Postal Ballot notice shall be announced through an advertisement and shall be published at least once in a vernacular newspaper in the principal vernacular language of the district and having wide circulation in that district and at least once in English language in an English newspaper having a wide circulation in that district in which registered office of the company is situated.
15. All the relevant documents and material documents referred to in the Postal Ballot Notice and explanatory statement will be available for inspection electronically until 5:00 p.m. (IST) of the last date of remote e-voting of this Postal Ballot i.e. Saturday, 06th December, 2025. Members who wish to inspect the documents are requested to send

an email to Company at oswalgroups2002@gmail.com mentioning their name, folio no./client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

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

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

- (i) The voting period begins on Friday, 07th November 2025 at 09:00 a.m. and ends on Saturday, 06th December, 2025 at 05:00 p.m. During this period shareholders' of the Company, as on the cut-off date Friday, 31st October, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

- (iii) 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 **for individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

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

	Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 210 9911
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.: 022-4886 7000 and 022-2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode. (As on date there are no physical shareholders in the company as all the shares in electronic mode. However process for login in case of physical shareholders as are under:)

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

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

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

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant **SHREEOSWAL SEEDS AND CHEMICALS LIMITED** on which you choose to vote.
- (ix) 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.

- (x) Click on the “Resolutions File Link” if you wish to view the entire resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to Scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “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 will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required 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; oswalgroups2002@gmail.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For physical shareholders: please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) including duly filled up request form ISR-1 by email to Company/RTA email id. ***However company does not have any physical shareholder as all the shares in electronic mode only.***

2. For Demat shareholders - Please update your email id & mobile number with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 210 9911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free number 1800 210 9911.

By order of the Board of Directors
FOR SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Date: 31st October, 2025
Place: Neemuch

DILIP PATIDAR
COMPANY SECRETARY
ACS-34566

IN TERMS OF THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 (THE “ACT”), SECRETARIAL STANDARD ON GENERAL MEETINGS (“SS-2”) AND THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (“SEBI LISTING REGULATIONS”), THE FOLLOWING STATEMENT SETS OUT THE MATERIAL FACTS RELATING TO AGENDA ITEM AS SET OUT IN THIS POSTAL BALLOT NOTICE:

ITEM NO. 1: - TO CONFIRM APPOINTMENT OF M/S H. SAHU & COMPANY, CHARTERED ACCOUNTANTS NEEMUCH (FRN: 036476C) AS STATUTORY AUDITORS OF THE COMPANY TO FILL-IN CASUAL VACANCY CAUSED DUE TO RESIGNATION OF M/S J. C. BAHETI & ASSOCIATES, CHARTERED ACCOUNTANTS (FRN: 003390C).

J. C. Baheti & Associates, Chartered Accountants (FRN: 003390C) who were appointed as the Statutory Auditors of the Company at the 06th Annual General Meeting held on 30th September, 2023, have resigned from the office of statutory auditor's with effect from 12th August, 2025 due to inadequate remuneration in relation to the time, effort, and distance involved in carrying out the statutory audit of the Company as the primary reason for their resignation. Further J. C. Baheti & Associates, Chartered Accountants (FRN: 003390C) has completed the limited review for the financial statement for quarter ending on 30th June, 2025 after their resignation as per SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Regulations. In the event of such resignation of Statutory Auditors and in compliance of Section 139(8)(i) of Companies Act, 2013 and rules there under, the Board of Directors is required to fill casual vacancy of Auditor's office within 30 days but if such casual vacancy is as a result of the resignation of an Auditor, such appointment shall also be approved by the Company at a general meeting convened within three months of the recommendation of the Board and the appointed Auditor shall hold the office until the conclusion of the next annual general meeting.

In view of the above, Board at its meeting held on 11th September, 2025 upon recommendations of audit committee, considered appointment of M/s H. Sahu & Company, Chartered Accountants Neemuch (FRN: 036476C) as Statutory Auditors of the Company to fill-in casual vacancy caused due to resignation of M/S J. C. Baheti & Associates, Chartered Accountants (FRN: 003390C), to hold office until the conclusion of next Annual General Meeting to be held in calendar year 2026 subject to approval of Shareholder within three months from recommendation of Board and that they shall conduct the Statutory Audit for the financial year ended on 31st March, 2026 and such other audit/review/certification/work as may be required and/or deemed expedient.

The Audit Committee and the Board considered their eligibility, capability to serve the given business of the Company, market standing of the firm, clientele served, technical knowledge etc. found M/s H. Sahu & Company, Chartered Accountants Neemuch (FRN: 036476C) best suited for the Company. M/s H. Sahu & Company, Chartered Accountants Neemuch (FRN: 036476C) 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. Further M/s H. Sahu & Company, Chartered Accountants Neemuch (FRN: 036476C) is peer reviewed firm and hold valid certificate for the same.

The terms and conditions of the appointment of the Statutory Auditors of the Company shall inter-alia also include the conditions mentioned in Clauses 6A & 6B of the SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

Disclosure pursuant to Regulation 36(5) of SEBI Listing Regulations, is as follows:

Proposed Fees Payable to Statutory Auditor	INR 2,00,000/- (Rupees Two Lacs only) plus reimbursement of out of pocket expenses for financial year 2025-26. The remuneration for the subsequent year(s) of their term shall be determined based on the recommendation of the Audit Committee and as mutually agreed between the Managing Director and the Statutory Auditors.
Terms of Appointment	To hold office until the conclusion of next Annual General Meeting to be held in calendar year 2026 and that they shall conduct the Statutory Audit for the financial year ended on 31st March, 2026 and such other audit/review/certification/work as may be required and/or deemed expedient.
Any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change	The proposed fees for the new incoming Statutory Auditors M/s H. Sahu & Company, Chartered Accountants Neemuch (FRN: 036476C) is same as the fees paid to the previous Statutory Auditors for the preceding financial year.
Basis of Recommendation of Appointment	The existing auditor have resigned from the office of statutory auditor's with effect from 12 th August, 2025 after submission of limited review report for the results of quarter ending on 30 th June, 2025. The Audit Committee & Board of Directors at their respective meetings held on 11 th September, 2025, recommended the appointment of M/s H. Sahu & Company, Chartered Accountants Neemuch (FRN: 036476C), as the Statutory Auditors of the Company to hold office until the conclusion of next Annual General Meeting to be held in calendar year 2026 and that they shall conduct the Statutory Audit for the financial year ended on 31st March, 2026 and such other audit/review/certification/work as may be required and/or deemed expedient.
Details in relation to and credentials of the statutory auditor proposed to be appointed	M/s. H. Sahu & Company, Chartered accountants was established in July, 2024 and undertakes Audit/Income tax/Company Law Matters/Project Financing/Loan Syndications work for his various clients. The Proprietor is professionally qualified and has wide knowledge of SEBI Act and its regulations and complete understanding of work done in a Stock Exchange.

The Board, based on the recommendation of the Audit Committee, recommends the resolution as set out in item no. 1 of this notice to be passed as an ordinary resolution.

None of the Directors/Key Managerial Personnel of the Company/their relatives are in any way, concerned or interested, financially or otherwise in the resolutions except to the extent of their shareholding, if any, in the Company.

By order of the Board of Directors
FOR SHREEOSWAL SEEDS AND CHEMICALS LIMITED

Date: 31st October, 2025
Place: Neemuch

DILIP PATIDAR
COMPANY SECRETARY
ACS-34566