BN AGROCHEM LIMITED (FORMERLY BN HOLDINGS LIMITED)

[35th (Thirty-Fifth) ANNUAL GENERAL MEETING (AGM)]

Held on Wednesday, September 23, 2026 at 01:30 PM (IST)

Management of the Company

Mr. Anubhav Agarwal	**Chairman of the Board & Director**
Mr. Chintan Ajaykumar Shah	**Whole Time Director & CEO**
Mr. Rakesh Kumar	**Independent Director**
Ms. Shalu Saraf	**Independent Director**
Ms. Reetika Mahendra	**Company Secretary & Compliance Officer**
Mr. Anurag Bansal	**Chief Financial Officer (CFO)**

Ms. Reetika Mahendra Dear Shareholders.

Good afternoon, Namaste and very warm welcome to all of you at 35th Annual General Meeting of BN Agrochem Limited (Formerly BN Holdings Limited) through Video Conferencing and other audio-visual facility.

I am Reetika Mahendra, Company Secretary and Compliance Officer of your company, attending this AGM through video-conferencing from Noida.

For the smooth conducting of this AGM, the members will remain in mute mode and the audio-video functionality will be enabled when the members are invited to speak as per the pre-registration schedule.

This Annual General Meeting is conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India. Shareholders may please note that the proceeding of this Annual General Meeting is being recorded. As per the Secretarial Standard 2 of ICSI, Mr. Anubhav Agarwal, Director of the Company is appointed as the Chairman of the Board vide resolution passed by the Board of Directors in their meeting held on November 13, 2025. I request, Mr. Anubhav Agarwal, Chairman of the Board to take the hold of this Annual General Meeting and start the meeting.

Over to you Chairman Sir.

Mr. Anubhav Agarwal Thank You Company Secretary

Dear Shareholders, Good Afternoon and Namaste.

I am Anubhav Agarwal, Chairman of the Board. I am attending this meeting through Video-conferencing from Dubai

It gives me immense pleasure to welcome you all to the 35th Annual General Meeting of your Company. Hope all of you are safe and in good health.

Pursuant to the provisions of Section 103 of the Companies Act, 2013 and other applicable circulars issued by Ministry of Corporate Affairs I have been

informed that the requisite quorum is present to conduct the proceedings of the meeting, and hence I call this meeting to order.

Now, the Company Secretary will introduce the Board members and other key executives and will also provide a brief on important information and instructions related to the conduct of this meeting.

Over to you Company Secretary

Ms. Reetika Mahendra Thank you, chairman Sir.

Before we start the main proceedings of the AGM, allow me to introduce the Board of Directors and other key executives of the Company who are attending this AGM.

I would like to start by introducing the Board of Directors of your company.

Mr. Anubhav Agarwal, Chairman of the Board & Director of the Company, is attending this meeting from Dubai.

Mr. Chintan Ajaykumar Shah, Whole Time Director & CEO of the Company is attending this meeting from Mumbai.

Mr. Rakesh Kumar, Independent Director of the Company, is attending this meeting from Faridabad.

Ms. Shalu Saraf, Independent Director of the Company, is attending this meeting from Gurugram.

Mr. Anurag Bansal, Chief Financial Officer of the Company, is attending this meeting from Noida.

M/s J S M G & Associates, Statutory Auditors of the Company, through their representative is attending meeting from their respective locations.

M/s Mehta & Mehta, Secretarial Auditor of the Company through its representative, are also attending meeting from their respective locations.

Further, the Board has appointed, M/s Mehta & Mehta as the Scrutinizer of this meeting.

Members may kindly note that the Company has engaged National Securities Depository Limited (“NSDL”) for providing remote e- voting and facility for participation in this Annual General Meeting through Video Conferencing and other audio-visual means.

The Ministry of Corporate Affairs (“MCA”) and Securities Exchange Board of India (“SEBI”) have permitted the companies to conduct the Annual General Meeting through Video- conferencing or Other Audio Visual Means, without the physical presence of the members at the common venue.

As this Annual General Meeting is being held through video conferencing and audio-visual means, the facility for appointment of proxy was not available therefore there will be no entry in the proxy register. The representative of corporate shareholders is also allowed to attend the AGM with proper authorization.

The Company had provided a facility for members to pre- register themselves if they desired to speak at the AGM. In response, the Company has received one request.

Accordingly, the floor will be open for those members to ask questions or express their views. We will facilitate this session once the Chairman opens the floor for questions and answers.

Members may further note that this AGM is being recorded therefore please do not disclose any sensitive personal information or personally identifiable information belonging to you or any other person that has no bearing on this Annual General Meeting.

Thank you very much.

Now I request the chairman sir to proceed with the meeting.

Mr. Anubhav Agarwal

Thank you.

Dear Shareholders, now with your kind permission, as the Notice convening the 35th - has already been circulated to all shareholders, I shall take it as read.

We will now proceed with the business to be transacted as outlined in the Notice of the Annual General Meeting.

I now request the Company Secretary to take us through the agenda items.

Following that, we will open the floor for questions from the members.

Over to you, Company Secretary.

Ms. Reetika Mahendra

Thank You, Chairman Sir.

I shall now take up the resolutions as set forth in the Notice of the 35th Annual General Meeting.

In the Notice of the 35th Annual General Meeting there are following businesses to transact:

ITEM NO. 1 TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON; AND THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Members are requested to consider adoption of agenda item 1 as Ordinary Resolution.

I shall now take up Agenda Item No. 2, as set forth in the Notice of this AGM.

ITEM NO. 2 TO APPOINT MR. CHINTAN AJAYKUMAR SHAH (DIN: 02257050) WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AS DIRECTOR LIABLE TO RETIRE BY ROTATION.

Members are requested to consider adoption of agenda item 2 as Ordinary Resolution.

I shall now take up Agenda Item No. 3, as set forth in the Notice of this AGM.

ITEM NO. 3 TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTION(S) UNDER REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Members are requested to consider adoption of agenda item 3 as Ordinary Resolution.

The information and explanations pertaining to these agenda items are provided in the Notice and the Explanatory Statement of the AGM.

I shall now take up Agenda Item No. 4, as set forth in the Notice of this AGM.

ITEM NO. 4 TO CONSIDER AND APPROVE ACTING AS CO-BORROWER, CORPORATE GUARANTOR AND/OR PROVIDING SECURITY IN CONNECTION WITH THE CREDIT FACILITY AVAILED BY B.N. AGRITECH LIMITED UNDER SECTION 185 OF THE COMPANIES ACT, 2013

Members are requested to consider adoption of agenda item 4 as Special Resolution.

The information and explanations pertaining to these agenda items are provided in the Notice and the Explanatory Statement of the AGM.

Now moving to the e-voting process, Members may take note that the Company had provided facility to shareholders to cast their votes electronically through remote e-voting platform of National Securities Depository Limited ("NSDL") on all items mentioned in the notice of 35th Annual General Meeting.

The remote e-voting period started from September 20, 2026 at 9:00 AM (IST) and ended on September 22, 2026 at 5:00 PM (IST).

Further, those shareholders who have not casted their votes yet and are participating in this meeting may cast their votes during the meeting through the e-voting system provided by National Securities Depository Limited.

Before we begin the live Question-and-Answer session, I would like to share a few guidelines for your convenience:

When your name is called, kindly begin by stating:
a) Your Folio No., and
b) The location from where you are attending this meeting.
You may then proceed to ask your question.

Shareholder will be given 2 minutes to speak. We request:

- Please limit yourself to one question at a time.
- Kindly avoid repetition of questions that have already been asked.

All questions will be responded to collectively at the end of the session.

Now, I invite the speaker shareholder.

I request the moderator to please unmute and allow the respective speaker to ask their question.

I request Mr. Praveen Kumar to speak*: (Mr. Praveen Kumar is not present)*

Now I would like to request Chairman Sir to address the queries of shareholders.

Over to you Chairman Sir.

Mr. Anubhav Agarwal

Thank you, shareholder.

We sincerely appreciate your active participation.

We would like to inform you that the queries raised by the shareholders will be duly addressed via email by the Company. If any, member have further queries, we request you to kindly write to us at the Company's registered email ID. The Company will be pleased to respond in due course.

Now, moving forward, I request the Company Secretary to guide us through the e-voting process.

Over to you, Company Secretary.

Ms. Reetika Mahendra

Thank you, Sir

Now we will move ahead with the remaining proceedings of this meeting. The voting is going on NSDL platform and will continue for another 15 minutes.

The Board of Directors has appointed M/s Mehta and Mehta through its partner Ms. Nayan Handa, Practicing Company Secretary as the scrutinizer to supervise the e- voting process in a fair and transparent manner.

The Scrutinizer shall immediately after the conclusion of the voting at AGM unblock the vote cast through remote e-voting and vote cast during the Annual General Meeting . Post this, they will submit the consolidated Scrutinizer Report of total number of vote cast, vote cast in favor or in against, if any, to the Chairman or any person authorized by him in writing who shall countersign the same.

The results will be announced within the time stipulated under the applicable laws. The Chairman or the authorized person shall declare the results forthwith.

The results so declare along with the scrutinizer report shall be placed on the website of the Company and on the website of NSDL. The same shall also be placed on the Notice Board of the Registered Office and Corporate office and simultaneously be communicated to BSE where securities of the Company are listed.

The resolutions shall be deemed to be passed on the date of the Annual General Meeting i.e. September 23, 2026 subject to receipt of requisite number of votes in favor of the resolutions.

Now I request chairman sir to proceed with the meeting.

Mr. Anubhav Agarwal

Thank you.

I hereby authorize, Mr. Chintan Ajaykumar Shah, Whole-time Director & CEO, of the Company, to declare the results of the voting.

On behalf of the Board of Directors of the Company, I extend my heartfelt thanks to all our shareholders for taking the time to attend this meeting and for their continued support.

I would also like to place on record my sincere appreciation for the management team and the entire staff of BN Agrochem Limited, for their dedication and valuable contributions.

Thank you once again. Stay safe and take care.

Ms. Reetika Mahendra

Thank you, everyone, for attending the 35th Annual General Meeting of BN Agrochem Limited.

We would like to inform you that the e-voting lines remain open for the members to cast their votes on the agenda items as mentioned in the Notice of the Annual General Meeting.

The voting will continue to remain open for the next 15 minutes.

The 15-minute reverse countdown will begin now.

The Annual General Meeting will be formally concluded upon the completion of the e-voting process.

Thank you once again for your participation.

Disclaimers:
1) No part of this document may be reproduced or transmitted in any form or by any means without prior written consent of BN Agrochem Limited (Formerly BN Holdings Limited).
2) The Transcript of the recording is made available in lieu of the General Circular No. 20/2020 dated May 5, 2020 issued by MCA.