BN AGROCHEM LIMITED

(FORMERLY BN HOLDINGS LIMITED)

("THECOMPANY")

[01st (First) Extra-Ordinary General Meeting]

on Thursday, October 29, 2026

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

Ms. Reetika Mahendra

Dear Shareholders,

Good afternoon, Namaste, and a very warm welcome to all of you to the **Adjourned 1st Extra-Ordinary General Meeting of BN Agrochem Limited (formerly BN Holdings Limited)**, being conducted through Video Conferencing and Other Audio-Visual Means.

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

I would like to inform the Members that the 1st Extra-Ordinary General Meeting of the Company was originally scheduled to be held on Thursday, October 22, 2026. However, due to want of the requisite quorum, the meeting was adjourned and is now being convened today, Thursday, October 29, 2026.

For the smooth conduct of this meeting, all Members will remain in mute mode unless invited to speak.

This meeting is being conducted in accordance with the applicable circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI"). Members may kindly note that the proceedings of this meeting are being recorded.

As per the applicable provisions of Secretarial Standard-2, Mr. Anubhav Agarwal, Director of the Company, was appointed as the Chairman of the Board pursuant to a resolution passed at the Board Meeting held on November 13, 2025.

I now request Mr. Anubhav Agarwal, Chairman of the Board, to take the chair and preside over the adjourned 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 1st Extra-Ordinary 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's 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 proceeding of the Extra-Ordinary General Meeting, allow me to introduce the Board of Directors and other key executives of the Company who are attending this meeting.

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

Mr. Anubhav Agarwal, Chairman of the Board and 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 Bangalore.

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

Mrs. Shalu Saraf, Independent Director of the Company, is attending this meeting from Gurgaon.

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

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

Members may kindly note that the Company has Bigshare services Private Limited for providing remote e-voting and facility for participation in this Extra-Ordinary 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 Extra-Ordinary

General Meeting through Video-conferencing or Other Audio Visual Means, without the physical presence of the members at the common venue.

As this Extra-Ordinary 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 representatives of corporate shareholders are also allowed to attend the Extra-Ordinary General Meeting with proper authorization.

The Company had provided a facility for members to pre-register themselves if they desired to speak at the Extra-Ordinary General Meeting. However, the Company has not received confirmation from shareholders in this regard.

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

Thank you.

Mr. Anubhav Agarwal

Dear Shareholders, now with your kind permission, as the Notice convening the 01st Extra-Ordinary General Meeting 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 Extra-Ordinary 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, if any requested.

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 01st Extra-Ordinary General Meeting.

In the Notice of the 01st Extra-Ordinary General Meeting there are following businesses to transact:

ITEM NO. 1 TO CONSIDER AND APPROVE CAPITAL RESTRUCTURING THROUGH SUB-DIVISION (STOCK SPLIT) OF EQUITY SHARES AND CONSEQUENTIAL ALTERATION OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

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

The information and explanations pertaining to these agenda items are provided in the Notice and the Explanatory Statement of the 01st Extra-Ordinary General Meeting.

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 Bigshare Services Private Limited on items mentioned in the notice of 1st Extra-Ordinary General Meeting.

The remote e-voting period started from October 19, 2026 at 9:00 AM (IST) and ended on October 21, 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 Bigshare Services Private Limited.

The voting is going on "Bigshare" 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 Extra-Ordinary General Meeting unblock the vote cast through remote e-voting and vote cast during the Extra-Ordinary 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 declared along with the scrutinizer report shall be placed on the website of the Company and on the website of Bigshare. The same should 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 Extra Ordinary General Meeting i.e. October 29, 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.

Mr. Reetika Mahendra

Thank you, everyone, for attending the 01st Extra-Ordinary General Meeting for the F.Y 2026-27 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 Extra-Ordinary General Meeting.

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

The 15 minutes reverse countdown will begin now.

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

Thank you once again for your participation.

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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.