RAJPUTANA
INDUSTRIES LIMITED

Date: 25th November, 2026

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza,
NSE Building, Bandra Kurla
Complex, Bandra East,
Mumbai – 400001

Respected Sir/Madam,

Sub.: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")
Ref.: SYMBOL: RAJINDLTD; ISIN: INE0PCU01012

Please be informed that pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), approval/consent of members of the Company is sought through Postal Ballot/ Electronic Voting ("e-voting") by way of resolution for the business set out in the enclosed Postal Ballot Notice dated 21st November, 2026.

In this regard, please note that the Company has completed dispatch of the said Notice of Postal Ballot on Wednesday, 25th November, 2026 through email to all the members whose names appeared in the Register of Members/ Record of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 20th November, 2026.

Please find attached postal ballot notice for your reference. This is for your information and record.

Thanking you.

Yours faithfully,
For RAJPUTANA INDUSTRIES LIMITED

PREETI KHATORE
Digitally signed by PREETI KHATORE
Date: 2026.11.25 15:29:44 +05'30'

Preeti Khatore
Company Secretary & Compliance Officer
M. No. : F12885

Encl.: As above

Registered Office:
F-269(B), Road No.13
Vishwakarma Industrial Area
Jaipur 302013, Rajasthan, India
T: +91-7568522225

Works:
SP-3, SKS Industrial Area Extension,
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Rajasthan, India

E-mail: riplindia1@gmail.com, CIN No.: L31909RJ2011PLC035485, GSTIN: 08AAFCR3345B1ZO

RAJPUTANA
INDUSTRIES LIMITED

NOTICE OF POSTAL BALLOT THROUGH E-VOTING TO THE SHAREHOLDERS

[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with, Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Dear Members,

Notice is hereby given that the resolutions set out below are proposed for approval by the members of **Rajputana Industries Limited** (the "**Company**") by means of Postal Ballot, only by remote e-voting process ("**remote e-voting**") being provided by the Company to all its members to cast their votes electronically, pursuant to the provisions of **Sections 108 and 110** and other applicable sections , if any, of the Companies Act, 2013 ('Act') read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or reenactment thereof for the time being in force and as amended from time to time), ('Rules'), read with the General Circular No. 14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020, and subsequent circulars issued in this regard, the latest being Circular No. 03/2025 dated 22nd September 2025, along with other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as the "MCA Circulars"), the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), relevant circulars issued by the Securities and Exchange Board of India ("SEBI"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with all other applicable provisions under the said Regulations and the circulars, notifications, and rules issued thereunder by SEBI (including any statutory modifications or re-enactments thereof for the time being in force and as amended from time to time).

The proposed resolution and explanatory statement pertaining to the said resolutions, pursuant to Section 102 and 110 of the Companies Act, 2013 setting out the material facts concerning each item and the reasons thereof is appended herewith for your consideration and forms part of this Postal Ballot Notice ('Notice').

As permitted under the MCA circulars, the Company is sending the Notice in electronic form only. Accordingly, hard copy of Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the members and the Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the register of members/records received from Registrar and Share Transfer Agent and Depositories as on the cut-off date i.e. Friday, 20 November, 2026**.**

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot form physically. The Company has engaged the services of Bigshare Services Pvt. Ltd. ('RTA') for the purpose of providing remote e-voting facility to its members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at www.rajputanaindustries.com and on the website of Bigshare at www.bigshareonline.com. The Notice can also be accessed from the website of the Stock Exchange, i.e. National Stock Exchange of India Limited ("NSE") at www.nseindia.com.

Members desirous of exercising their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting from Thursday, November 26, 2026 at 9:00 A.M. (IST) onwards to Friday, December 25, 2026 at 5:00 P.M. (IST)**.**

The votes can be cast during the following voting period:

Cut-off date for eligibility to vote	20 November 2026 (Friday)
Commencement of e-Voting period	Thursday, November 26, 2026 at 9:00 A.M. (IST)
Conclusion of e-Voting period	Friday, December 25, 2026 at 5:00 P.M. (IST)

The e-Voting facility will be disabled immediately thereafter and the remote e-voting shall not be allowed beyond the said date and time. Members may please note that once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

The Board of Directors at its meeting held on Saturday, 21st November 2026 has appointed Mr. Sanjay Kumar Joshi (FCS: 6745, COP: 7342), Partner of M/s. S.K. Joshi & Associates (Firm Registration Number: P2008RJ064900), Practicing Company Secretaries Jaipur as the Scrutinizer, for conducting the postal ballot, through e-voting process, in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairperson of the Company or to any person authorized by chairperson. The Results of e-voting along with the Scrutinizer's Report will be announced not later than 2 (two) working days of the conclusion of the e-voting i.e. on or before Tuesday, 29th December, 2026 and will be placed on the Company's website www.rajputanaindustries.com and on the website of RTA www.bigshareonline.com. The resolutions, if passed with the requisite majority through postal ballot, shall be deemed to have been passed, on the last date specified for remote e-voting Friday, December 25, 2026.

The Company will also display the results of the Postal Ballot at its Registered Office. The Members are requested to consider the following proposed resolution to be passed by Postal Ballot (only through Remote E-voting):

SPECIAL BUSINESS:

ITEM NO. 1:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution for Approval for disposal of assets of the Company and, where applicable, undertaking(s) of the company under provisions of section 180(1)(a) of the Companies Act, 2013:

"**RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013, read with the rules made thereunder, the Memorandum and Articles of Association of the Company and other applicable laws, regulations and guidelines, if any, and subject to such approvals, consents, permissions and sanctions as may be required, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee thereof and/or any Director(s) or Officer(s) authorised by the Board), to undertake, from time to time, the sale, transfer, assignment, conveyance, lease, exchange, other disposal of the assets of the Company, including plant and machinery, equipment, immovable properties, business assets and other movable or immovable assets, whether individually or collectively, where the aggregate value of the assets proposed to be disposed of exceeds 20% (twenty per cent) of the net worth of the Company, as per the latest audited financial statements of the Company, such threshold being an additional measure of shareholder oversight adopted by the Company and without prejudice to the applicability of Section 180(1)(a) of the Companies Act, 2013, wherever applicable, on such terms and conditions and for such consideration as may be determined and finalised by the Board in the best interests of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorised to identify and determine the assets proposed to be disposed of, decide the nature, scope, mode and manner of such disposal, identify and finalise the purchaser, transferee, lessee or other counterparty, determine the valuation and consideration, negotiate and finalise the commercial and legal terms and conditions and, where considered appropriate, undertake such transactions on a going concern basis or otherwise, as may be deemed fit by the Board in the best interests of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorised to utilise the consideration and proceeds realised from such sale, transfer, lease, exchange or disposal towards business expansion, repayment of borrowings, working capital requirements, general corporate purposes or any other purpose as may be considered appropriate by the Board in the best interests of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorised to make applications, filings and submissions and to seek and obtain such approvals, consents, permissions, no-objections and sanctions from any governmental, statutory, regulatory, judicial, quasi-judicial, financial or other authority, institution, lender or stakeholder, as may be required for giving effect to the aforesaid transactions;

RESOLVED FURTHER THAT the Board be and is hereby authorised to negotiate, execute and deliver all agreements, contracts, deeds, conveyances, declarations, undertakings and other documents and to do all such acts, deeds, matters and things, including settling any questions, difficulties or doubts that may arise in connection with the aforesaid transactions, as may be necessary, desirable or expedient to give effect to this Resolution;

RESOLVED FURTHER THAT the approval accorded pursuant to this Resolution shall be an additional measure of corporate governance and shall not be construed as a substitute for or dispense with any statutory approval required under Section 180(1)(a) of the Companies Act, 2013, wherever applicable, or any other applicable provisions of the Companies Act, 2013, SEBI Regulations, stock exchange requirements or other applicable laws;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred upon it under this Resolution to any Director(s), Key Managerial Personnel or other authorised representative(s) of the Company, on such terms and conditions as it may deem appropriate;

RESOLVED FURTHER THAT all acts, deeds, matters and things already undertaken or done by the Board or any authorised person of the Company in connection with the aforesaid matter, to the extent consistent with this Resolution, be and are hereby ratified, confirmed and approved."

By Order of the Board of Directors
For Rajputana IndustriesLimited

sd/-
Preeti Khatore
Company Secretary & Compliance Officer

Place: Jaipur
Date: 21st November, 2026

Notes: -

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ('Rules'), each as amended, setting out the material facts relating to the aforesaid Resolution and the reasons therefore is annexed hereto and forms part of this Postal Ballot Notice ('Notice').
2. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners as on the Cut-Off Date (Friday, 20th November 2026) shall be eligible to cast their votes through postal ballot. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.
   It is also clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.
3. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in Note No. 9 of this Notice.
   The remote e-voting shall commence on Thursday, 26th November 2026, 9:00 A.M. (IST) onwards to Friday, 25th December 2026, 5:00 P.M. (IST). During this period, the Members of the Company holding shares in physical or electronic form as on the Cut-Off Date Friday, 20th November 2026 may cast their votes electronically. The remote e-voting module shall be disabled for voting immediately thereafter. Once the vote on a resolution is cast by the shareholder, he shall not be allowed to change it subsequently.
4. The Scrutinizer shall, immediately after the conclusion of e-voting process of Postal Ballot, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. The Scrutinizer shall within two working days from the conclusion of the e-voting process of Postal Ballot submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairperson or a person authorized by him in writing, who shall counter sign on the same. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot (only through remote E-Voting) will be final.
5. The Resolutions, if passed, by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for E-voting i.e. Friday, 25th December 2026 .
6. The documents referred to in the Notice or Explanatory Statement is available at the registered office of the Company for inspection by the members on all working days (except Saturday and Sunday) from 11:00 A.M. to 4:00 P.M. from the date of dispatch of the Postal Ballot Notice upto the completion of postal ballot i.e. Friday, 25th December 2026.
7. Members seeking to inspect such document(s) can send an e-mail to cs@rajputanaindustries.com. Inspection shall be allowed only till the last date of e-Voting. Members may download the Notice from the Company's website at www.rajputanaindustries.com or from RTA website at www.bigshareonline.com. A copy of the Notice is also available on the website of NSE at www.nseindia.com .
8. The vote in this Postal Ballot cannot be exercised through proxy. However, corporate and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization. In case of joint holders, a shareholder whose name appears as first holder in the order of their names as per Register of Members will be entitled to cast vote.
9. The instructions for remote e-voting by Members are as under: The procedure for voting electronically on Bigshare i-Vote E-Voting System are mentioned below:

E-VOTING INSTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

i. The voting period begins on Thursday, 26th November 2026, 9:00 A.M. (IST) onwards to Friday, 25th December 2026, 5:00 P.M. (IST). During this period shareholders' of the Company, holding shares

either in physical form or in dematerialized form, as on the cut-off date of Friday, 20th November 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare 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.

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.

1. Pursuant to above said SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of **BIGSHARE** the e-Voting service provider and you will be re-directed to **i-Vote** website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. **BIGSHARE**, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with **NSDL**	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 **BIGSHARE** and you will be re-directed to **i-Vote** 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 **BIGSHARE** and you will be redirected to **i-Vote** 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 with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants**	You can also login using the login credentials of your demat account through your Depository Participant registered with 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 abovementioned 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 22 55 33.
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.com or call at 022- 48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**LOGIN**" button under the '**INVESTOR LOGIN**' section to Login on E-Voting Platform.
- Please enter you '**USER ID'** (User id description is given below) and '**PASSWORD'** which is shared separately on you register email id.
    - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
    - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
    - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. **Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id"**.

NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password**?
- Enter "**User ID"** and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
  - Click on "**DOCUMENT TYPE**" dropdown option and select document type power of attorney (POA).
  - Click on upload document "**CHOOSE FILE**" and upload power of attorney (POA) or board resolution for respective investor and click on "**UPLOAD**".

Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)

  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select "**VOTE FILE UPLOAD**" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "**UPLOAD**". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	**Helpdesk details**
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 022-62638338

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

The following Statement sets out all material facts relating to the special businesses mentioned in the Notice:

ITEM NO. 1:

The Company, in the ordinary course of its business operations and with a view to optimising utilisation of its resources, improving operational efficiency, unlocking value from its assets and meeting its business and financial requirements, may, from time to time, consider restructuring, monetisation or disposal of its assets or parts thereof, including plant and machinery, equipment, immovable properties and other assets forming part of its business operations.

In this regard, the Company proposes to obtain the prior approval of the Members by way of a Special Resolution authorising the Board of Directors of the Company to undertake the sale, transfer, lease, exchange or other form of disposal of the Company's assets, including plant and machinery, equipment, immovable properties and other assets, whether individually or collectively, where the aggregate value of the assets proposed to be disposed of exceeds 20% (twenty per cent) of the net worth of the Company, as per the latest audited financial statements of the Company, on such terms and conditions as may be considered appropriate by the Board in the best interests of the Company.

The Members are informed that Section 180(1)(a) of the Companies Act, 2013 provides that the Board of Directors of a company shall exercise the power to sell, lease or otherwise dispose of the whole or substantially the whole of an undertaking of the Company or where the Company owns more than one undertaking, of the whole or substantially the whole of any such undertaking, only with the consent of the Members by way of a Special Resolution.

For the purposes of Section 180(1)(a) of the Companies Act, 2013, the term “undertaking” means an undertaking in which the investment of the Company exceeds twenty per cent of its net worth as per the audited balance sheet of the preceding financial year or an undertaking which generates twenty per cent of the total income of the Company during the previous financial year. Further, the expression “substantially the whole of the undertaking” means twenty per cent or more of the value of the undertaking, as per the audited balance sheet of the preceding financial year.

The Company considers it appropriate, in the interest of strengthening its corporate governance framework and ensuring greater participation of shareholders in significant decisions concerning the disposal of its assets, to obtain the prior approval of the Members for such disposal where the aggregate value of the assets proposed to be disposed of exceeds the aforesaid threshold of 20% of the net worth of the Company, even where such disposal may not independently attract the requirement of obtaining shareholders' approval under Section 180(1)(a) of the Companies Act, 2013.

The proposed authorisation is intended to provide the Company with the necessary flexibility to undertake such transactions in a timely and efficient manner, depending upon its operational requirements, business strategy, prevailing market conditions and financial considerations. The proposed disposal of assets may enable the Company to unlock the value of non-core, underutilised or surplus assets, optimise its asset base, improve operational efficiency, reduce maintenance and other associated costs and deploy the funds realised towards business expansion, repayment of borrowings, working capital requirements, general corporate purposes or other opportunities, as may be considered appropriate by the Board.

The sale, transfer, lease, exchange or other disposal of assets shall be undertaken at such consideration and on such terms and conditions as may be determined by the Board of Directors, after taking into consideration the fair market value/valuation of the relevant assets, prevailing market conditions and other relevant commercial factors, and subject to applicable laws and such approvals, permissions and

consents as may be required.

The Board of Directors is proposed to be authorised to identify the assets to be disposed of, determine the mode of disposal, identify and finalise the purchaser or counterparty, negotiate and finalise the consideration and other terms and conditions, execute and deliver all necessary agreements, deeds, conveyances and other documents and undertake all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to the proposed transactions.

It is clarified that the approval sought from the Members pursuant to this Resolution shall be in addition to, and not in substitution of, any other approval or compliance required under the provisions of the Companies Act, 2013, the rules made thereunder, SEBI regulations, applicable stock exchange requirements or any other applicable law, including specific approval of the Members under Section 180(1)(a) of the Companies Act, 2013, wherever applicable.

The Board of Directors is of the view that the proposed authorisation would provide the Company with the requisite flexibility to efficiently manage and optimise its assets while maintaining appropriate shareholder oversight over significant asset disposal decisions. Accordingly, the Board considers the proposed Resolution to be in the best interests of the Company and its Members.

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

The Board of Directors of the Company recommends the Special Resolution set out at Item No. 1 of this Notice for approval of the Members.

By Order of the Board of Directors
For Rajputana IndustriesLimited

sd/-
Preeti Khatore
Company Secretary & Compliance Officer

Place: Jaipur
Date: 21st November, 2026