



**SRIVARI SPICES AND FOODS LIMITED**  
**(Formerly Known as Srivari Spices and Foods Private Limited)**

**CIN: L47735TG2019PLC130131**

**Registered Office:** Shed No. 5-105/4/A, SY No.234/A Sriram Industrial Area, Kattedan, Jalpally, Hyderabad- 500077, Telangana, India

**Corporate Office:** 4-1-875, 876, 877, and 877/1, Tilak Road, Abids, Hyderabad G.P.O., Hyderabad -500001, Telangana, India

**Telephone No:** +91-9055234567

**Website:** [www.srivarispedes.com](http://www.srivarispedes.com) | **Email:** [info@srivarispedes.com](mailto:info@srivarispedes.com)

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**NOTICE OF POSTAL BALLOT**

**[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]**

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 108, 110 and other applicable provisions of the Companies Act, 2013, as amended (the "Act"), read together with Rule 20, 22 of the Companies (Management and Administration) Rules, 2014, as amended (the "Management Rules"), General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/ 2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, No. 9/2023 dated September 25, 2023 and No. 9/2024 dated September 19, 2024, 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), applicable SEBI Circulars, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), that the resolution appended below, be passed by the members of the Company (as on the Cut-off Date), through postal ballot (the "Postal Ballot") only by way of remote e-voting ("e-voting") process. An Explanatory Statement pertaining to the said resolution setting out the material facts and the reasons/rationale thereof form part of this Postal Ballot notice ("the Notice" or "the Postal Ballot Notice").

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with

the Company / Depository participant(s). The details of the procedure to cast the vote forms part of the 'Notes' to this Notice.

The Company has engaged the services of Bigshare Services Private Limited ('**Bigshare**') for the purpose of providing a remote e-voting facility to its Members. The Company has made necessary arrangements with Bigshare to enable the Members to register their e-mail address. Those Members who have not yet registered their email address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

The remote e-voting period commences from 9:00 a.m. (IST) on Tuesday, January 20, 2026, and shall end at 5:00 p.m. (IST) on Wednesday, February 18, 2026. The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman") or any other person authorized by the Chairman, and the result of the voting by Postal Ballot will be announced not later than 2 Working days from the conclusion of the e-voting to the Stock Exchange i.e., National Stock Exchange of India Limited (NSE).

The results will be available on the Company's website [www.srivarispices.com](http://www.srivarispices.com) and Bigshare's website <https://ivote.bigshareonline.com>.

Members desiring to exercise their vote through the 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 not later than 5:00 p.m. (IST) on Wednesday, February 18, 2026.

The last date of e-voting, i.e. Wednesday, February 18, 2026, shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority.

#### **SPECIAL BUSINESS:**

##### **1. Increase in the Authorised Share Capital and consequent alteration of Capital Clause (i.e. Clause V) of Memorandum of Association (MOA) of the Company:**

To consider and, if thought fit, to pass, with or without modifications, the following resolution(s) as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 13, 61(1)(a), 64 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the provisions in the Articles of Association of the Company and such approvals, consents, permissions and sanctions as may be considered necessary from appropriate Authorities and subject to such terms and conditions, the consent of the members of the Company be and is hereby accorded for the Increase in Authorised Share Capital of the Company from Rs. 10,00,00,000 (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) Equity shares of Rs. 10 (Rupees Ten only) each to Rs. 13,00,00,000 (Rupees Thirteen Crores only) divided into 1,30,00,000 (One Crore Thirty Lakh) Equity shares of Rs. 10 (Rupees Ten only) each ranking pari-passu with the existing shares in all respects.

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

*"V. The Authorised share capital of the Company is Rs. 13,00,00,000 (Rupees Thirteen Crores only) divided into 1,30,00,000 (One Crore Thirty Lakh) Equity shares of Rs. 10 (Rupees Ten only) each, with the rights, privileges and conditions attached thereto, with power to*

*increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and attach thereto respectively, subject to the provisions of the Ordinance, such preferential, deferred, qualified, or special rights, privileges or conditions and to vary, modify or abrogate any such rights, privileges, or conditions in such manner as may for the time being be provided by the regulations of the Company..”*

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, any one of the Directors or the Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters, and things and execute all such deeds, documents, instruments, and writings as it may in its absolute discretion deem necessary or desirable in relation thereto.

**RESOLVED FURTHER THAT** any one of the Directors or the Company Secretary of the Company be and is hereby severally authorized to certify and make available a true copy of the foregoing resolution to anyone including but not limited to any statutory authority, if concerned or deemed interest in the matter.”

## **2. Approval of Further Public Offering of Equity Shares of the Company**

To consider and, if thought fit, to pass, with or without modifications, the following resolution(s) as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 23, Section 62(1)(c) and any other applicable provisions of the Companies Act, 2013, and the rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014, as amended, (including any statutory modifications or re-enactment thereof, for the time being in force) (the “Companies Act”), and in accordance with and subject to the provisions of the Securities Contracts (Regulation) Act, 1956, and the rules and regulations made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), and the rules and regulations made thereunder, as amended, and any other applicable rules, regulations, guidelines, clarifications, circulars and notifications issued by the Government of India (“GoI”), the Department for Promotion of Industry and Internal Trade, the Securities and Exchange Board of India (“SEBI”) and the Reserve Bank of India (“RBI”) and any other applicable laws, rules and regulations, in India or outside India (including any amendment thereto or re-enactment thereof for the time being in force) (collectively, the “Applicable Laws”), and in accordance with the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and the uniform listing agreement(s) entered into between the Company, National Stock Exchange of India Limited (the “NSE/Stock Exchange”), the stock exchange in India where the equity shares of face value of Rs. 10 of the Company (“Equity Shares”) are listed, and subject to any approvals, consents, permissions and sanctions, as may be required from the GoI, the Registrar of Companies (“RoC”), SEBI, Stock Exchange, RBI, and all other appropriate governmental, statutory and regulatory authorities in India (the “Regulatory Authorities”) and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and sanctions, which may be agreed to by the board of directors of the Company (hereinafter referred to as the “Board” which term shall include a duly authorized committee thereof for the time being, namely “FPO Committee”, exercising the powers conferred by the Board including the powers conferred by this resolution), the consent and approval of the shareholders of the Company be and is hereby accorded to create, issue, offer and allot equity shares of face value Rs. 10 each in minimum lots in consultation with the stock exchange by way of a fresh issue through a further public offer for

an amount not exceeding Rs. 3,500 Lakhs (including under the fast track route, subject to meeting the requisite prescribed criteria under the SEBI ICDR Regulations) (the “Offer”), for cash, either fully or partly paid, wherein calls are made in one or more tranches, at such price, either at par or premium or such that the amount being raised in one or more tranches including to any category of person or persons as permitted under applicable laws, who may or may not be the shareholder(s) of the Company including the issue and allotment of shares to the Market Maker in accordance with the provisions of SEBI ICDR Regulations for cash, in any mode whether fixed or book building mechanism, and upon such terms and conditions as the Board may in its absolute discretion deem appropriate, in accordance with the Companies Act, SEBI ICDR Regulations and other applicable laws and regulations provided. In case of oversubscription, an allotment of not more than 10% of the net offer to be made to the public.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to make available for allocation a portion of the Issue to any category(ies) of persons permitted under Applicable Law, including without limitation, eligible employees or shareholders (the “Reservation”) made under Regulation 254 of SEBI ICDR Regulations or to provide a discount to the issue price to individual bidders or eligible employees (the “Discount”); and to take any and all actions in connection with any Reservation or Discount as the Board may think fit or proper in its absolute discretion, including, without limitation, to negotiate, finalize and execute any document or agreement, and any amendments, supplements, notices or corrigenda thereto; seek any consent or approval required or necessary; give directions or instructions and do all such acts, deeds, matters and things as the Board may, from time to time, in its absolute discretion, think necessary, appropriate, or desirable; and settle any question, difficulty, or doubt that may arise with regard to or in relation to the foregoing.

**RESOLVED FURTHER THAT** the Board shall have authority and power to accept any modification in the proposal as may be required or imposed by the Securities and Exchange Board of India/Ministry of Corporate Affairs/NSE or such other appropriate authorities at the time of according/granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and as agreed to by the Board.

**RESOLVED FURTHER THAT** the Company shall ensure that the listing and trading approvals for Equity Shares to be issued and allotted, are received from NSE for listing on its EMERGE Platform (“NSE EMERGE”) in accordance with the SEBI ICDR Regulations and SEBI LODR Regulations.

**RESOLVED FURTHER THAT**

- a) All monies received by the Company out of the Issue and allotment of the Equity Shares from the public shall be transferred to a separate bank account as referred to in sub-section (3) of Section 40 of the Companies Act, 2013;
- b) Details of all monies utilized out of the Issue proceeds as referred to above shall be disclosed and continued to be disclosed until such time as any part of the Issue proceeds remains unutilized under an appropriate separate head in the financial statements of the Company indicating the purpose for which such monies had been utilized; and
- c) Details of all unutilized monies out of the Issue proceeds, if any, as referred to above shall be disclosed under an appropriate separate head in the financial statement of the Company indicating the form in which such unutilized monies have been invested;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized, in view of the proposed Further Public Offer (“FPO”) of the Company and for the purpose of effectively managing, supervising and carrying out all activities in connection with the FPO, to constitute a Committee to be known as the ‘**Further Public Offer Committee**’ (“FPO Committee”).

**RESOLVED FURTHER THAT** the Board and/or the newly constituted FPO committee be and are hereby severally authorised to do all such acts, deeds and things as it deems necessary or desirable in connection with the Further Public Issue without being required to seek any

fresh consent or approval of the shareholders of the Company, including, but not limited to the following:

- (i) Authorization of any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorneys, to do such acts, deeds and things as such authorized person in his/her/its absolute discretion may deem necessary or desirable in connection with the issue, offer and allotment of the Equity Shares;
- (ii) Giving or authorizing the giving by concerned persons of such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- (iii) To determine, vary, modify, alter any of the terms and conditions of the securities to be issued including reduction of the size of the issue(s), as it may deem expedient, in its discretion.
- (iv) Appointing Market Maker(s), Underwrites(s), Legal Advisor(s), Registrar(s), Escrow Bank(s), Syndicate Member(s), and other intermediaries to the Further Public Issue in accordance with the provisions of the SEBI ICDR Regulations and other applicable statutory and/or regulatory requirements in consultation with the Lead Manager/Book Running Lead Manager;
- (v) Seeking, if required, any approval, consent or waiver from the Company's lenders, and/or parties with whom the Company has entered into various commercial and other agreements, and/or any/all concerned government and regulatory authorities in India, and/or any other approvals, consents or waivers that may be required in connection with the issue, offer and allotment of the Equity Shares;
- (vi) Deciding the issue size, pricing and terms of the Equity Shares, and all other related matters.
- (vii) Approval of the draft and final offer documents (including amending, varying or modifying the same, as may be considered desirable or expedient) as finalized in consultation with the lead manager, in accordance with all applicable laws, rules, regulations and guidelines;
- (viii) To authorise and approve the incurring of expenditure and payment of fees, commission, remuneration and expenses in connection with the Offer;
- (ix) Submission of Application and seeking the listing of the Equity Shares on NSE and taking all actions that may be necessary in connection with obtaining such listing;
- (x) Finalization of and arrangement for the submission of the draft offer document to be submitted to the stock exchange for receiving comments from the Further public and the offer document to be filed with the stock exchange, Registrar of Companies, SEBI and / or any other regulatory authorities, and any corrigendum, amendments, supplements thereto;
- (xi) Authorization of the maintenance of a register of holders of the Equity Shares;
- (xii) Finalization of the basis of allotment of the Equity Shares;
- (xiii) Finalization of the allotment of the Equity Shares on the basis of the applications received;
- (xiv) To authorise and approve notices, advertisements in relation to the Offer in accordance with applicable law and in consultation with the relevant intermediaries appointed for the Offer;
- (xv) Acceptance and appropriation of the proceeds of the Further Public Issue;
- (xvi) To generally do any other act and/or deed, to negotiate and execute any document/s, application/s, agreement/s, undertaking/s, deed/s, affidavits, declarations and certificates, and/or to give such direction as it deems fit or as may be necessary or desirable with regard to the Further Public Issue;
- (xvii) To give directions or instructions and take action in relation to handling and managing investor grievances in relation to the Offer pursuant to allotment in the Offer;

(xviii) To settle all questions, difficulties or doubts that may arise in regard to such issues or allotment and matters incidental thereto as it may, deem fit and to delegate such of its powers as may be deemed necessary to the officials of the Company;

**RESOLVED FURTHER THAT** the said equity shares to be issued shall rank pari passu with the existing equity shares of the Company and shall be entitled to dividend, if any, declared in accordance with the statutory guidelines that are in force at the time of such declaration.

**RESOLVED FURTHER THAT** the Board or any Committee thereof be and is hereby authorised to delegate the all powers herein conferred by this resolution on it, to the Managing Director of the Company or any one of the Executive Directors or Company Secretary or any other person(s) as it may deem fit to give the effect to the aforesaid resolution.”

**By Order of Board of Directors  
For Srivari Spices and Foods Limited**

Sd/-

**Place:** Hyderabad  
**Date:** January 15, 2026

**Malireddy Sree Harshitha  
Company Secretary & Compliance Officer  
ICSI M. No. – A62188**

**NOTES:**

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended, setting out material facts relating to the Resolutions proposed to be passed is annexed hereto.
2. This Postal Ballot Notice is being sent to the members whose names appear in the Register of members / List of beneficial owners as received from the National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) and whose email address is registered with the Company / Depository participant(s), as on **Friday, January 16, 2026** (“Cut-off Date”).
3. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on **Friday, January 16, 2026** (“Cut-off Date”) fixed for the purpose. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the e-voting system.
4. Members may note that the aforesaid Postal Ballot Notice has been uploaded on the website of the Company at [www.srivarispices.com](http://www.srivarispices.com). The Company has availed services of Bigshare Services Private Limited (**‘Bigshare’**) for this purpose. Shareholders are requested to read the instructions provided in **Annexure 1 ‘Voting through electronic means.’** This Notice and Explanatory Statement, have also been made available on the

website of the Company i.e. [www.srivarispices.com](http://www.srivarispices.com), and on the website of the E-voting agency viz. Bigshare at <https://ivote.bigshareonline.com> The Notice can be accessed from the website of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com)

5. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the Listing Regulations, the Company can serve notices, annual reports and other communication through electronic mode to those Members who have registered their e-mail addresses either with the Depository Participant(s) or the Company. For receiving the copy of the postal ballot notice electronically, members who have not yet registered their email addresses are requested to send an email to M/s. Bigshare Services Private Limited at [bsshyd@bigshareonline.com](mailto:bsshyd@bigshareonline.com) or to the Company at its e-mail i.e. [compliance@srivarispices.com](mailto:compliance@srivarispices.com) by mentioning the Shareholder Name, Folio No. / DP ID and Client ID.
6. The Board of Directors at its meeting held on January 15, 2026 has appointed M Ramana Reddy (M. No. F11891, CP No. 18415), Practising Company Secretary from P.S. Rao & Associates as Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner.
7. Resolutions, if passed by the Members through postal ballot would be deemed to have been duly passed on the last date specified for the remote e-voting i.e. Wednesday, February 18, 2026 in terms of Secretarial Standard – 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India. Resolutions passed by Members with requisite majority, through postal ballot shall be deemed to have been passed at a General meeting of Members convened in that behalf.
8. The dispatch of the Postal Ballot Notice shall be announced through an advertisement in at least 1 (one) English newspaper and at least 1(one) in Telugu newspaper, each having wide circulation in the State of Telangana, where the registered office of the Company is situated.
9. After completion of the scrutiny of the electronic votes, the Scrutinizer will submit his report to the Chairman/ Company Secretary or any other authorised personnel of the Company. The voting results will be announced on or before Friday, February 20, 2026. The said results will be published on the website of the Company i.e. [www.srivarispices.com](http://www.srivarispices.com) and will be communicated to the National Stock Exchange of India Limited [www.nseindia.com](http://www.nseindia.com) where the Company's shares are listed. The results will also be posted on the Website of Bigshare at <https://ivote.bigshareonline.com>
10. The vote in this Postal Ballot cannot be exercised through proxy.
11. In case of any query/grievance in connection with the Postal Ballot including remote e-voting, Members may send their grievances to the Company at [compliance@srivarispices.com](mailto:compliance@srivarispices.com).

## ANNEXURE-1

### Instructions for voting through electronic means

- i. The voting period begins on 9:00 a.m. (IST) on Tuesday, January 20, 2026, and shall end at 5:00 p.m. (IST) on Wednesday, February 18, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, January 16, 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.

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 <b>CDSL</b>	<p>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 are <a href="https://web.cDSLindia.com/myeasinew/home/login">https://web.cDSLindia.com/myeasinew/home/login</a> or visit <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on Login icon and select New System Myeasi.</p> <p>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 <b>BIGSHARE</b> the e-Voting service provider and</p>

	<p>you will be re-directed to <b>i-Vote</b> 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. <b>BIGSHARE</b>, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cDSLindia.com/myeasinew/Registration/EasiRegistration">https://web.cDSLindia.com/myeasinew/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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 <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<p>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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</p>

	page. Click on company name or e-Voting service provider name <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	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 the 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 <b>CDSL</b>	Members facing any technical issue in login can contact the CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free No. 1800 22 55 33..
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact the NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> 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).*

d) 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.

e) If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'

f) 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:**

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

h) Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.

i) Select event for which you are desire to vote under the dropdown option.

j) Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.

k) 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.

l) 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.

m) Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

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

n) You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>

o) Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.

p) Enter all required details and submit.

q) 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.

r) If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?'

s) 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:**

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

**Investor Mapping:**

u) First you need to map the investor with your user ID under "DOCUMENTS" option on custodian portal.

- o Click on "DOCUMENT TYPE" dropdown option and select document type power of attorney (POA).
- o 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.)
- o 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.
- v) 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).
- w) 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 <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 1800 22 54 22, 022-62638338

## **Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013**

### **Item No.1:**

The current Authorised Share Capital of the Company is Rs. 10,00,00,000 (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) Equity shares of Rs. 10 (Rupees Ten only) each.

Considering the increased fund requirements of the Company, the Board of Directors of the company at its meeting held on January 15, 2026 had accorded its approval for increasing the authorized share capital from Rs. 10,00,00,000 (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) Equity shares of Rs. 10 (Rupees Ten only) each to Rs. 13,00,00,000 (Rupees Thirteen Crores only) divided into 1,30,00,000 (One Crore Thirty Lakh) Equity shares of Rs. 10 (Rupees Ten only) each.

Further, in view of increased Authorised share capital it is also necessary to amend clause V of the Memorandum of Association to give effect to the increase in the Authorised Share Capital. As per the provisions of Sections 13 & 61 of the companies Act, 2013, approval of the shareholders is required to be accorded for alteration in the Memorandum of Association and for increasing the Authorized Share Capital of the Company by way of passing an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolutions set out under item no. 1 except to the extent of their shareholding in the Company, if any.

The Board, therefore, recommends resolutions set out under business item no. 1 for approval of the shareholders by way of an Ordinary Resolution.

### **Item No. 2:**

The Company proposes to create, offer, issue and allot equity shares of face value Rs. 10 each by way of a fresh issue through a further public offer for an amount not exceeding Rs. 3,500 Lakhs, on such terms, and in such manner, at such time and at such price as may be determined/discovered in accordance with applicable laws, including Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time ("SEBI ICDR Regulations"), to any persons, whether or not those persons include the persons referred to in clause(a) or clause(b) of Section 62(1) of the Companies Act, 2013 ("the Act") including the issue and allotment of shares to a Market Maker in accordance with the provisions of SEBI ICDR Regulations and other applicable laws. The Equity Shares allotted shall rank pari passu in all respects with the existing Equity Shares.

The Resolutions contained in Item No. 2 seeks for approval of Further Public Offering of Equity Shares in view of the above and in terms of Section 62(1)(c), and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, as amended, the approval of the shareholders of the Company is required through a special resolution. The proceeds from the Offer will be utilised for the purposes that shall be disclosed in the Draft Offer document/ Offer Document to be filed with NSE EMERGE i.e., the Stock Exchange where the shares of the Company are listed, including, towards capital expenditure, working capital requirements, general corporate expenses, and/or any other purpose as may be deemed fit by the Board/Committee and as disclosed in the Draft Offer Document/Offer Document. The pricing

of the equity shares shall be determined in consultation with Lead Manager/Book Running Lead Manager and as required in accordance with SEBI ICDR Regulations. The Board and/or committee may at its absolute discretion, decide the price for the equity shares to be offered, issued and allotted in the said offer.

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

The Board of Directors recommends resolutions set out under business item no. 2 for approval of the shareholders by way of a Special Resolution for the approval of the shareholders.

**By Order of Board of Directors  
For Srivari Spices and Foods Limited**

Sd/-

**Malireddy Sree Harshitha  
Company Secretary & Compliance Officer  
ICSI M. No. – A62188**

**Place:** Hyderabad  
**Date:** January 15, 2026