



ANIK INDUSTRIES LIMITED

CIN: L24118MH1976PLC136836

Registered Office: 610, Tulsiani Chambers, Nariman Point, Mumbai – 400 021

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Email id.: anik@anikgroup.com; **Website:** www.anikgroup.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear shareholder(s),

NOTICE is hereby given that pursuant to the provisions of Section 110 read with Section 108 and all other applicable provisions, if any, of the Companies Act, 2013 including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof for the time being in force ("the Act"), read with rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), read with General Circular No. 14/2020 dated April 8, 2020; General Circular No. 17/2020 dated April 13, 2020, General Circular No. 9/2023 dated September 25, 2023 and other relevant circulars, including General Circular No. 9/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force), the resolutions set out in this Notice are proposed to be passed by the Members of Anik Industries Limited ("Company") by way of Postal Ballot only by way of electronic voting ("remote e-voting") process.

This postal ballot notice includes the proposed resolutions and explanatory statement seeking the consent of the Members of the Company through remote e-voting. These documents outline the material facts as required by Section 102 of the Act, along with the relevant rules and MCA Circulars.

In compliance with the Circulars, the Postal Ballot Notice shall be dispatched to all those members whose names appear in the Register of Members and who have registered their email addresses with the Company and/or with the Depositories/Depository Participants as on **Friday, 20th February, 2026 (Cut-off Date)**. The communication of assent / dissent of the members will take place through the e-voting system only. For voting through e-voting system shareholders are requested to read the instructions in the Notes of this Notice.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope were not required to be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

The remote e-voting period commences from **26th February, 2026 at 9.00 A.M. (IST) on Thursday, and ends on 27th March, 2026 at 5.00 P.M. (IST) on Friday.**

The Board of Directors of the Company at its meeting held on **Thursday, 12th February, 2026** has appointed **Mr. Amit Jain, Proprietor of M/s. Amit Preeti & Associates, Practicing Company Secretary, Indore (Membership No.: F-7859 & COP No.: 24303)**, as Scrutinizer for conducting the Postal Ballot process in fair and transparent manner in accordance with the provisions of Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

After completion of scrutiny of the votes cast, Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by the Chairman, and result of the e-voting by Postal Ballot will be announced on or before **Tuesday 31st March, 2026.**

The said results along with the Scrutinizer's Report shall be uploaded on the Company's website **www.anikgroup.com** and on the website of CDSL **www.evotingindia.com**. The result will also be communicated to National Stock Exchange of India Limited (NSE) and BSE Limited (BSE), where the Equity Shares of the Company are listed.

ITEMS OF BUSINESS REQUIRING CONSENT OF SHAREHOLDERS THROUGH POSTAL BALLOT: (SPECIAL BUSINESS)

1. APPOINTMENT OF MR. MAHESH KUMAR SHARMA (DIN: 09078331) AS A WHOLE TIME DIRECTOR OF THE COMPANY AND APPROVAL FOR PAYMENT OF REMUNERATION TO HIM

To consider and, if thought fit, to pass the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of sections 152, 161, 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in pursuance of Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and pursuant to receipt of recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, it is hereby recommended to appoint Mr. Mahesh Kumar Sharma (DIN: 09078331), as Whole time Director who was appointed by the Board of Directors as an Additional Director of the Company with effect from **20th January, 2026** and liable to retire by rotation on terms and conditions as set out below:

- 1. Tenure of Appointment:** The tenure will be for 4 (Four) years, commencing from 20th January 2026 to 19th January, 2030.
- 2. Remuneration (In Rs.):**

Basic Pay: 48,000.00 (Per Month)
Allowances: 65,693.00 (Per Month)
Bonus: 3,998.00 (Per Month)

Gratuity: 2,309.00 (Per Month)
CTC: 1,20,000.00 (Per Month)

3. Leaves:

As per the policy of the Company

4. Sitting fees:

Mr. Mahesh Kumar Sharma shall not be entitled to any sitting fees.

The aggregate of the remuneration and perquisites in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re-enactments thereof for the time being in force, or otherwise, as may be permissible under applicable law;

Provided that where, in any financial year, the Company has no profits, or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites and other amenities as aforesaid to Mr. Mahesh Kumar Sharma and by way of minimum remuneration, subject to the applicable provisions of Schedule V of the Act and the approvals as may be required under law;

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things as deemed necessary, desirable and/or expedient to give effect to the foregoing resolution(s), including but not limited to filing of necessary e-forms with the Registrar of Companies and/or intimation to Stock Exchanges.”

2. RECLASSIFICATION OF PROMOTER(S) AND PROMOTER GROUP TO “PUBLIC” CATEGORY

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

“RESOLVED THAT pursuant to the provisions of Regulation 31A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and subject to approval of other statutory authorities, as may be required from time to time (including any statutory modification(s) or re-enactment thereof, for the time being in force) and No-Objection Certificate (NOC) received from Bombay Stock Exchange (BSE) and National Stock exchange (NSE) the (“designated stock exchanges”) dated **20th January, 2026** consent of the members be and is hereby accorded to reclassify following to “Public” category:

List of Promoter(s) and Promoter Group

S. No.	Name of Promoters and Promoter group	No. of Shares held	% of Holding
1.	Patanjali Foods Limited	3,91,560	1.41
2.	Mr. Umesh Shahra	NIL	NIL
3.	Kailash Chandra Shahra HUF	NIL	NIL

4.	Mrs. Bhavna Goel	NIL	NIL
5.	Mrs. Abha Devi Shahra	NIL	NIL
6.	Mr. Dinesh Chandra Shahra	NIL	NIL
7.	Dinesh Chandra Shahra HUF	NIL	NIL
8.	Santosh Shahra HUF	NIL	NIL
9.	Mrs. Usha Shahra	1,15,100	0.41
10.	Mr. Vishesh Shahra	27,000	0.10
11.	Mr. Suyash Shahra(Holding on behalf of Shashwat Trust)	1,09,600	0.39
12.	Steeltech Resources Limited	5,000	0.02
13.	Suman Agritech Limited	NIL	NIL
14.	Mahakosh Amusement Private Limited	NIL	NIL
15.	Arandi Investments Private Limited	NIL	NIL
16.	Mrs. Shweta Shahra	NIL	NIL
	TOTAL	6,48,260	2.33

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things as deemed necessary, desirable and/or expedient to give effect to the foregoing resolution(s), including but not limited to giving of intimation, if any, to Stock Exchanges.”

By Order of the Board of Directors

For Anik Industries Limited

Sd/-

Ankur Bindal
Company Secretary

Date: 12th February, 2026
Place: Indore

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, setting out material facts in respect of Item No.1 to 2 as set out in this Postal Ballot Notice is annexed hereto.
2. The Ministry of Corporate Affairs ('MCA') vide General Circular No. 11/2022 read with other circulars issued for this purpose from time to time ('MCA Circulars') has permitted the companies to transact items through postal ballot in accordance with the framework provided therein, in compliance with the applicable provisions of the Companies Act, 2013('Act') & the Rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). The businesses mentioned in the Notice require the consent of the members of the Company through Postal Ballot by e-voting.
3. The notice is being sent to all the Members electronically i.e. by email only, as per the MCA Circulars to those Members who have registered their email addresses with the Company/Depository(s) and whose name appear in the Register of Members/Record of Depositories as on **20th February, 2026 Friday i.e. the cut-off date.**
4. In the light of the MCA Circulars, shareholders who have not yet registered their email addresses and in consequence the e-voting notice could not be serviced, may temporarily get their email registered with the Company's Registrar and Share Transfer Agent, viz., Sarthak Global Limited at sgl@sarthakglobal.com and mark cc to Company: anik@anikgroup.com . Post successful registration of the email, the shareholder would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, shareholder may write to anik@anikgroup.com or contact Mr. Ankur Bindal, Company Secretary of the Company, Tel. #0731-4018009/10/91
5. It is clarified that for permanent registration of email address, the shareholders are requested to register their email addresses, in respect of their electronic holdings with the Depository through the Depository Participants concerned and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, viz., Sarthak Global Limited- 170/10, Film Colony, RNT Marg, Indore (M.P.)-452001, 0731-4279626 Fax: 0731-2526388 Email- anik@sarthakglobal.com by following due procedure.
6. The Company has also made arrangements to publish notice in newspapers, informing the shareholders the aforesaid procedure to register their email address with the Depository Participant(s)/ RTA/ the Company.
7. Those shareholders who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / the Company's Registrar and Share Transfer Agent, Sarthak Global Limited to enable servicing of notices /documents / Annual Reports electronically to their email addresses.
8. The Notice and Explanatory Statement with the requisite enclosures, has also been made available on the website of the Company <https://www.anikgroup.com/> and on the website of e-voting agency i.e. CDSL www.evotingindia.com and on the website of BSE Limited

at <https://www.bseindia.com>, and on the website of National Stock Exchange of India i.e., <https://www.nseindia.com> in the relevant sections.

9. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Regulation 44 of the Listing Regulations, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Secretarial Standard-2 issued by the Institute of Company Secretaries of India on General Meeting (SS-2), the company is offering e-voting facility to enable the Members to cast their votes electronically and vote on the resolutions through the e-voting facility provided by Central Depository Services (India) Limited. The instructions for e-voting are provided as part of this Notice.
10. Postal Ballot (e-Voting) commences on **Thursday, 26th February, 2026 (9.00 a.m. IST)** and ends on **Friday, 27th March, 2026 (5.00 p.m. IST)** (both days inclusive).
11. The resolutions, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., **Friday 27th March, 2026**. The Resolutions passed by the members through postal ballot shall be deemed to have been passed as if they are passed at a General Meeting of the Members.
12. All the material documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to anik@anikgroup.com.
13. The **details of the process and manner for remote e-voting are explained herein below:**
 - (i) The voting period begins on **Thursday 26th February, 2026 at 9:00 AM IST** and ends on **Friday 27th March, 2026 at 5:00 PM IST**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date on Friday, 20th February, 2026 of Record date i.e. 20th February, 2026 Friday** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) 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.

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING:

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

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account

	Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders	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

(holding securities in demat mode) login through their Depository Participants (DP)	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.
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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 2109911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

- (v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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

- (vi) After entering these details appropriately, click on **“SUBMIT”** tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **“ANIK INDUSTRIES LIMITED”** on which you choose to vote.
- (x) On the voting page, you will see **“RESOLUTION DESCRIPTION”** and against the same the option **“YES/NO”** for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (xi) Click on the **“RESOLUTIONS FILE LINK”** if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on **“SUBMIT”**. A confirmation box will be displayed. If you wish to confirm your vote, click on **“OK”**, else to change your vote, click on **“CANCEL”** and accordingly modify your vote.
- (xiii) Once you **“CONFIRM”** your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on **“Click here to print”** option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; amitjaincs@yahoo.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id** at anik@anikgroup.com or sgl@sarthakglobal.com respectively.
2. For Demat shareholders - please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 2109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 2109911

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1

Pursuant to provisions of section 161 of the Companies Act, 2013 ('the Act'), the Articles of Association of the Company and as recommended by the Nomination and Remuneration Committee ('NRC') and the Board of Directors, at its meeting held on **20th January, 2026** appointed Mr. Mahesh Kumar Sharma (DIN:09078331), as an Additional Whole-Time Director of the Company, w.e.f. **20th January, 2026**, subject to the approval of the shareholders of the Company in General Meeting, on the terms and conditions including remuneration as recommended by the NRC and approved by the Board of the Directors. The Company has received from Mr. Mahesh Kumar Sharma (DIN: 09078331), consent to act as the Whole time Director of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Whole time Director in terms of section 164(2) of the Act, and has not been debarred or disqualified from being appointed or continuing a Director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr. Mahesh Kumar Sharma (DIN: 09078331) satisfies all the conditions set out in Part-I of Schedule V to the Act and under sub-section (3) of section 196 of the Act for being eligible for this appointment.

The additional details of Mr. Mahesh Kumar Sharma (DIN: 09078331), as required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India are set out in the Annexure I forming part of this Notice. Mr. Mahesh Kumar Sharma (DIN: 09078331), does not hold any shares in the Company.

Your Directors recommend the resolution at Item No. 1 for your approval as a Special Resolution. None of the other Directors or Key Managerial Personnel or their relatives are in any way concerned or interested in the said resolution.

Statement as required under Schedule V of the Companies Act, 2013

I. GENERAL INFORMATION:

- 1. Nature of Industry:** The Company is mainly engaged in the business of Trading, Real Estate, Mining and others.
- 2. Date or expected date of commencement of commercial production:** The Company was incorporated on 10/02/1976 and on receipt of Commencement of business Certificate on 10/02/1976; the company had since commenced its business.
- 3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** N.A.

4. Financial performance based on given indicators

(Rs. in Lakhs)

Particulars	FY 2024-25		FY 2023-24		FY 2022-23	
	Standalone	Consolidated	Standalone	Consolidated	Standalone	Consolidated
Revenue from Operations	11637.25	11637.25	10060.00	10060.00	11810.11	11810.11
Profit/(Loss) for the period (Before Tax)	450.04	365.70	434.48	435.91	578.16	579.38
Profit/(Loss) for the period (After Tax)	388.30	303.96	29.24	30.45	507.44	508.47
Earnings Per share (Rs.10/-each) Basic & Diluted (in Rs.)	1.40	1.10	0.11	0.11	1.83	1.83

Note: Above amounts are extracted from financial statements of the Company on consolidated and standalone basis (without Joint Operations) for the respective financial year.

5. **Foreign investments or collaborations, if any:** The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company. Foreign investors, mainly comprising FIIs holders, are investors in the Company on account of past issuances of securities and secondary market purchases.

II. INFORMATION ABOUT THE APPOINTEE

1.	Background details	Mr. Mahesh Kumar Sharma have over 24 years of diversified experience in steering financial operations & due diligence across various industries. He has done his master's in law. He has been associated with the Company since 2018.
2.	Past Remuneration	NIL
3.	Recognition or awards	NIL
4.	Job profile and his suitability	Mr. Mahesh Kumar Sharma have over 24 years of diversified experience in steering financial operations & due diligence across various industries. He has done his master's in law. He has been associated with the Company since 2018.
5.	Remuneration proposed	As detailed in the Resolution
6.	Comparative remuneration Profile with respect to Industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t the country of his origin)	The remuneration proposed is reasonable as compared with the industry standards.
7.	Pecuniary relationship directly or indirectly with company or relationship with the managerial	Mr. Mahesh Kumar Sharma meets the criteria of a Whole-time Director as prescribed under Schedule V of the Act. No other pecuniary relationship with

	personnel or other director, if any	Company except the post of Whole time director. He is not related to any other director of the Company.
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II. OTHER INFORMATION:

1.	Reasons of loss or inadequate profits	There are no losses or inadequate profits for the Company
2.	Steps taken of proposed to be taken for improvement	The Company is under the good management guidance and control that help continued in achieving the targets of cutting down in the cost of operations and getting efficiency in this area by using better alternated resources/means.
3.	Expected increase in productivity and profits immeasurable terms	The Company aim to increase its productivity and achieve good profits in near future.

Annexure-2**Brief resume and additional information of Director seeking appointment / reappointment,
Pursuant to Secretarial Standard-2 and Regulation 36(3) of Listing Regulations:**

Name of the Director	Mr. Mahesh Kumar Sharma
DIN	09078331
Date of Birth & Age	15/10/1973 and 53 years
Educational Qualifications	LLM
Experience & expertise in specific functional areas	Mr. Mahesh Kumar Sharma have over 24 years of diversified experience in steering financial operations & due diligence across various industries. He has done his master's in law. He has been associated with the Company since 2018.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Terms and Conditions of appointment / reappointment	Appointment as Whole-Time Director for 4 years with effect from 20 th January, 2026 to 19 th January,2030 and liable to retire by rotation
Remuneration last drawn	NIL
Remuneration sought to be paid	As detailed in the Resolution
Date of first appointment on the Board	20 th January, 2026
Shareholding in the company (including shareholding as a beneficial owner)	NIL
The number of Meetings of the Board attended in FY 2025-26	NIL
List of other companies/entities in which directorship is held	Revera Milk & Foods Private Limited Dhanania Rubber Limited One Rajarhat Maintenance LLP
Chairman/Member of the Committees of the Board of the Other Companies in which he is a director	NIL
Names of other listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL
Listed entities from which the person has resigned in the past three years	NIL
Information as required pursuant to BSE Circular no. LIST/COMP/14/2018-19	Mr. Mahesh Kumar Sharma is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority.

ITEM NO.2

Regulation 31A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 along with amendments thereto, has provided a regulatory mechanism for reclassification of person belonging to Promoter(s)/Promoter Group from 'Promoter/ Promoter group' to 'Public' of the Company subject to fulfillment of conditions as provided therein.

In this regard, certain promoters of the company made application to reclassify themselves from promoter or promoter group to "public" category. They declared that all the conditions specified and required to be complied for seeking reclassification under Regulation 31A of SEBI (Listing and Obligation and Disclosure Requirements) Regulations, 2015 has been complied with and the same shall continue to be complied with post reclassification also company's Board of Directors on being satisfied formulated the said application to Stock Exchanges and Stock Exchanges further on being satisfied granted their NOC dated **20th January, 2026**.

Accordingly, Board of Director, in their meeting held on **12th February, 2026** considered the NOC granted by Stock Exchanges and put on the comments stating compliance of the provisions of Regulation 31A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Your Directors place the resolution as set out in Item No.2 of the notice for the approval of the members of the Company as an ordinary resolution. Except outgoing promoters or promoter group of the Company and their relatives none of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this resolution.

In accordance with the requirements of Regulation 31A (3) (a) (iii) of SEBI LODR Regulations, 2015, the members of Promoter/ Promoter Group seeking re-classification as aforesaid and persons related to them shall not vote to approve such re-classification request.

By Order of the Board of Directors
For Anik Industries Limited
Sd/-
Ankur Bindal
Company Secretary

Date: 12th February, 2026
Place: Indore