Date: August 22, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (East), Mumbai-400051.

Respected Sir / Ma'am,

Sub: Addendum to the Notice of 20th Annual General Meeting

Ref: Aristo Bio-Tech and Lifescience Limited (SYMBOL/ ISIN: ARISTO/ INE082101010)

With reference to above, please find attached herewith Addendum to the Notice of 20th Annual General Meeting (AGM) of the Company scheduled to be held on Monday, September 08, 2025 at 03:00 P.M. through Video Conferencing/Other Audio Visual Means (VC/OAVM) and the said addendum to notice is available on the website of the Company.

We have attached herewith the Addendum to the Notice of 20th Annual General Meeting of our Company for kind perusal of Stakeholders.

For, Aristo Bio-tech and Lifescience Limited

Narendra Singh Inder Singh Barhat
Digitally signed by Narendra Singh Inder Singh Barhat
Date: 2025.08.22 18:21:19 +05'30'

Narendra Singh Barhat
Chairman and Managing Director
DIN: 00310306

Place: Vadodara

Encl: Addendum Notice of 20th AGM

NOTICE OF THE 20TH ANNUAL GENERAL MEETING

Addendum to the Notice dated August 14, 2025 convening 20th Annual General Meeting of Aristo Bio-tech and Lifescience Limited ("Company") scheduled to be held on Monday, September 08, 2025 at 03:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following businesses;

Notice is hereby given that pursuant to the provisions of Section 197 of the Companies Act, 2013 ('Act') read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and On the recommendation of Nomination & remuneration committee the following item of businesses is added in the aforesaid Notice as Item No. 6, Item No.07 and Item No. 08 as a Special Businesses and this addendum shall be deemed to be a part of the original Notice dated August 14, 2025 and the notes provided therein:

SPECIAL BUSINESS:

6. TO APPROVE REVISION IN REMUNERATION PAYABLE TO MR. NARENDRA SINGH BARHAT (DIN: 00310306), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT**, pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members of the Company be and is hereby accorded for revision in remuneration and perquisites (hereinafter referred to as "remuneration") payable to Mr. Narendra Singh Barhat (DIN: 00310306) as Chairman and Managing Director of the Company as set out in the explanatory statement attached hereto with effect from September 01, 2025, for his existing remaining term until revised further with other terms and conditions remaining unchanged with the power to the Board of Directors to alter and modify the same, as per the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, subject to the provisions of Section 197 of the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Narendra Singh Barhat (DIN: 00310306) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to enter into relevant agreement with the Director, as required, from time to time and to undertake all such steps, as may be deemed necessary in this matter.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

7. TO APPROVE REVISION IN REMUNERATION PAYABLE TO MRS. KUSUM NARENDRA SINGH BARHAT (DIN: 00310065), EXECUTIVE DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT**, pursuant to the provisions of Section 197, 198 and other applicable provisions of the Companies Act, 2013, and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial

Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members of the Company be and is hereby accorded for revision in remuneration and perquisites (hereinafter referred to as "remuneration") payable to Mrs. Kusum Narendra Singh Barhat (DIN: 00310065) as Executive Director of the Company as set out in the explanatory statement attached hereto with effect from September 01, 2025, for her existing remaining term until revised further with other terms and conditions remaining unchanged with the power to the Board of Directors to alter and modify the same, as per the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, subject to the provisions of Section 197 of the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mrs. Kusum Narendra Singh Barhat (DIN: 00310065) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to enter into relevant agreement with the Director, as required, from time to time and to undertake all such steps, as may be deemed necessary in this matter.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

8. TO APPROVE REVISION IN REMUNERATION PAYABLE MR. KETANKUMAR HARKANTBHAI JOSHI (DIN: 02089127), WHOLE TIME DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT**, pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members of the Company be and is hereby accorded for revision in remuneration and perquisites (hereinafter referred to as "remuneration") payable to Mr. Ketankumar Harkantbhai Joshi (DIN: 02089127), as Whole Time Director of the Company as set out in the explanatory statement attached hereto with effect from September 01, 2025, for his existing remaining term until revised further with other terms and conditions remaining unchanged with the power to the Board of Directors to alter and modify the same, as per the provisions of the Act and in the best interest of the Company.

RESOLVED FURTHER THAT, subject to the provisions of Section 197 of the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Ketankumar Harkantbhai Joshi (DIN: 02089127) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to enter into relevant agreement with the Director, as required, from time to time and to undertake all such steps, as may be deemed necessary in this matter.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

For and on behalf of Board of Directors
Aristo Bio-Tech and Lifescience Limited
CIN: L01100GJ2005PLC127397

Registered office:
E-24/25/26, G.I.D.C., Ta. Savli,
Manjusar, Vadodara-391775,Gujarat

Place: Vadodara
Date: August 22, 2025

Narendra Singh Barhat
Chairman and Managing Director
DIN: 00310306

Ketankumar Harkantbhai Joshi
Whole Time Director & CFO
DIN: 02089127

IMPORTANT NOTES

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) and dispended the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and latest being 09/2024 dated September 19, 2024 ("MCA Circulars") and Circular no. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/ HO/CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OVAM. In terms of the said circulars, the 20th Annual General Meeting ("AGM") of the Members will be held through VC/ OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.

2. Information regarding appointment/re-appointment of Directors/Revision in Remuneration and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed hereto.

3. Relevant documents referred to in this Addendum to Notice of AGM are available electronically for inspection by the members on all working days during normal business hours upto the date of AGM.

4. This addendum to the Notice of AGM is available on the website of the Company at https://www.aristobiotech.com/investors/annual-reports website of the Stock Exchanges at https://www.nseindia.com/ and website of NSDL at www.evoting.nsdl.com.

5. All the processes, notes and instructions relating to attending AGM through VC/OAVM and e-voting set out for and applicable for the ensuing 20th AGM shall mutatis-mutandis apply to attending AGM through VC/OAVM and e-voting for the resolution proposed in this Addendum to the Notice of AGM. Furthermore, the Scrutinizers appointed for the ensuing 20th AGM will act as Scrutinizers for the Resolution proposed in this Addendum to the Notice of 20th AGM.

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act 2013 and Secretarial Standard 2 on General Meetings)

ITEM NO.6 TO APPROVE REVISION IN REMUNERATION PAYABLE TO MR. NARENDRA SINGH BARHAT (DIN: 00310306), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY: SPECIAL RESOLUTION

Mr. Narendra Singh Barhat (DIN: 00310306**)** is acting as Director of the Company since March 17, 2005. Later on, the Board of Directors of the Company, in their Meeting held on September 10, 2018, had appointed Mr. Narendra Singh Barhat, as Managing Director for the period of 5 years w.e.f. September 10, 2018. The terms and conditions of appointment and remuneration of Mr. Narendra Singh Barhat(DIN: 00310306**)** as Managing Director of the Company was also approved by the Members of the Company in their General Meeting held on September 29, 2018. Further, he was re-appointed by the members of the Company in their meeting held on September 26, 2023 for a further period of 5 years w.e.f. September 10, 2023.

On the recommendation of the Nomination and Remuneration Committee of the Company and looking to the contributions made by Mr. Narendra Singh Barhat(DIN: 00310306) which helped the Company to grow at faster rate than past, the Board, in its meeting held on August 22, 2025, has considered approval of limit of remuneration, i.e. up to ₹ 75.00 Lakhs per annum w.e.f. September 01, 2025 with such increments as may be decided by the Board from time to time to be paid to Mr. Narendra Singh Barhat, for his remaining tenure as Chairman & Managing Director. The other terms and conditions of his appointment shall remain unchanged.

The Nomination and Remuneration Committee has also noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Narendra Singh Barhat (DIN: 00310306), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Mr. Narendra Singh Barhat (DIN: 00310306) is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

GENERAL INFORMATION:

Nature of Industry:

Our Company is an agrochemical company engaged in the manufacturing, formulation, supplying, packaging and job work services in various Pesticides such as Insecticides, Herbicides, Fungicides, Plant Growth Regulators and a wide variety of other Agrochemicals for India as well as for Export.

Date of commencement of commercial production:

The Commercial Production has been commenced since incorporation of the Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not Applicable

Financial performance based on given indicators:

(Rs. In Lakhs)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue From Operations	31,809.27	24,514.79
Other Income	45.36	18.04
Total Income	**31,854.63**	**24,532.83**
Less: Total Expenses Before Depreciation, Finance Cost and Tax	30,881.92	23,665.59
Profit Before Depreciation, Finance Cost and Tax	972.71	867.24
Less: Depreciation	260.24	157.07
Less: Finance Cost	165.77	169.41
Profit Before Tax	**546.69**	**540.76**
Less: Short Provision of Taxes in Earlier Year	-	0.31
Less: Current Tax	144.07	138.69
Less: Deferred Tax Liability (Liability)	(3.69)	12.19
Profit After Tax	**406.31**	**389.57**
Earning Per Share (Basic & Diluted)	5.97	5.72

Export performance and net foreign exchange:

During the year under review, the company have Rs. 489.53 Lakhs export performance and Rs. 2130.49 Lakhs net foreign exchange expenditure.

Foreign Investment and collaborations, if any:

No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 38,400 Equity Shares.

Information about the Director:

Background Details:

Mr. Barhat, aged 69 years, has been serving as the chairman and Executive Director and also the Promoter of our Company since March 17, 2005. With a fresh perspective and dynamic approach, he contributes to the company's strategic growth and operational efficiency. His leadership and vision play a key role in driving innovation and expanding the company's market presence.

Past Remuneration:

In the financial year 2024-25, Mr. Narendra Singh Barhat was paid total remuneration and perquisite of ₹ 48.00 Lakh as Chairman & Managing Director.

Recognition or awards:

Nil

Job Profile and his suitability:

As the chairman and Managing Director of the Company, he contributes to the company's strategic growth and operational efficiency. His leadership and vision play a key role in driving innovation and expanding the company's market presence, he is a fit and proper person as the Managing Director of the Company.

Revised Terms and conditions of Remuneration: -

1. Basic Salary up to ₹ 75,00,000/- per annum for the existing remaining term w.e.f. September 01, 2025;
2. Mr. Narendra Singh Barhat (DIN: 00310306) will be paid perquisites and allowances like HRA, medical reimbursement, travelling allowances, club fees and other payments in the nature of perquisites and allowances as agreed by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V to the Act.

Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person:

Taking into consideration the size of the Company, the profile of Mr. Narendra Singh Barhat, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Mr. Narendra Singh Barhat has pecuniary relationship to the extent he is Promoter – Chairman & Managing Director - Shareholder of the Company. He is also husband of Mrs. Kusum Narendra Singh Barhat, Executive Director of the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of revised remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for the existing remaining term of Mr. Narendra Singh Barhat (DIN 00310306) until revised further with other terms and conditions remaining unchanged as per the resolution passed.

The Board of Directors is of the view that the revision in Remuneration payable to Mr. Narendra Singh Barhat (DIN 00310306) for the existing remaining term as Chairman & Managing Director will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 6 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Narendra Singh Barhat himself and Mrs. Kusum Narendra Singh Barhat and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

ITEM NO. 07 TO APPROVE REVISION IN REMUNERATION PAYABLE TO MRS. KUSUM NARENDRA SINGH BARHAT(DIN: 00310065) EXECUTIVE DIRECTOR OF THE COMPANY: SPECIAL RESOLUTION

Mrs. Kusum Narendra Singh Barhat (DIN 00310065) has been acting as in Executive Director of the Company since March 17, 2005. Looking to the contributions made by Mrs. Kusum Narendra Singh Barhat (DIN 00310065) which helped the Company to grow at faster rate than past, and on the recommendation of the Nomination and

Remuneration Committee of the Company, the Board, in its meeting held on August 22, 2025 has considered the revision in salary and perquisites (hereinafter referred to as “remuneration”) payable to Mrs. Kusum Narendra Singh Barhat (DIN 00310065) Executive Director of the Company with effect from September 01, 2025, subject to the approval of the Shareholders at this Annual General Meeting.

The Nomination and Remuneration Committee has also noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, in terms of SEBI LODR Regulations the remuneration of the Promoter Executive Directors shall not exceed Rs. 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5%of the net profit. The prescribed resolution required approval of Shareholders of the company as special resolution under these regulations.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mrs. Kusum Narendra Singh Barhat (DIN 00310065) in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Mrs. Kusum Narendra Singh Barhat (DIN 00310065) is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

GENERAL INFORMATION:

Nature of Industry:

Our Company is an agrochemical company engaged in the manufacturing, formulation, supplying, packaging and job work services in various Pesticides such as Insecticides, Herbicides, Fungicides, Plant Growth Regulators and a wide variety of other Agrochemicals for India as well as for Export.

Date of commencement of commercial production:

The Commercial Production has been commenced since incorporation of the Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not Applicable

Financial performance based on given indicators:

(Rs. In Lakhs)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue From Operations	31,809.27	24,514.79
Other Income	45.36	18.04
Total Income	**31,854.63**	**24,532.83**
Less: Total Expenses Before Depreciation, Finance Cost and Tax	30,881.92	23,665.59
Profit Before Depreciation, Finance Cost and Tax	972.71	867.24
Less: Depreciation	260.24	157.07
Less: Finance Cost	165.77	169.41
Profit Before Tax	**546.69**	**540.76**

Particulars	F.Y. 2024-25	F.Y. 2023-24
Less: Short Provision of Taxes in Earlier Year	-	0.31
Less: Current Tax	144.07	138.69
Less: Deferred Tax Liability (Liability)	(3.69)	12.19
Profit After Tax	**406.31**	**389.57**
Earning Per Share (Basic & Diluted)	5.97	5.72

Export performance and net foreign exchange:

During the year under review, the company have Rs. 489.53 Lakhs export performance and Rs. 2130.49 Lakhs net foreign exchange expenditure.

Foreign Investment and collaborations, if any:

No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 38,400 Equity Shares.

INFORMATION ABOUT THE DIRECTOR:

Background Details:

Mrs. Kusum, aged 63 years, has been serving as the Executive Director and also the Promoter of our Company since March 17, 2005. With a fresh perspective and dynamic approach, she contributes to the company's strategic growth and operational efficiency. Her leadership and vision play a key role in driving innovation and expanding the company's market presence.

Past Remuneration:

In the financial year 2024-25, Mrs. Kusum Narendra Singh Barhat (DIN 00310065) was paid total remuneration and perquisite of ₹ 27.00 Lakh as Executive Director.

Recognition or awards:

Nil

Job Profile and her suitability:

She is looking after overall Matriculate of the Company. She develops corporate plans for a variety of HR matters such as compensation, benefits, health and safety. She manages programs and lead staff while also possess a strong strategic mindset and she is a fit and proper person as the Executive Director of the Company.

Revised Terms and conditions of Remuneration: -

1. Basic Salary up to ₹ 5,00,000/- per month for the existing remaining term w.e.f. September 01, 2025;

Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person:

Taking into consideration the size of the Company, the profile of Mrs. Kusum Narendra Singh Barhat, the responsibilities shouldered by her and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Mrs. Kusum Narendra Singh Barhat (DIN: 00310065) has pecuniary relationship to the extent she is Promoter – Director - Shareholder of the Company.

She is also wife of Mr. Narendra Singh Barhat (DIN: 00310306), chairman & Managing Director of the Company.

In compliance with the provisions of Sections 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the appointment of Mrs. Kusum Narendra Singh Barhat (DIN:00310065), as an Executive Director of the Company is now being placed before the Members for their approval. Further, remuneration proposed above shall be valid for the existing term of Mrs. Kusum Narendra Singh Barhat (DIN:00310065) until revised further with other terms and conditions remaining unchanged as per the resolution passed.

Mrs. Kusum Narendra Singh Barhat (DIN:00310065) for the term as Executive Director will be beneficial to the operations of the Company and the same is commensurate with her abilities and experience and accordingly recommends the Special Resolution at Item No. 07 of the accompanying Notice for approval by the Members of the Company.

Except Mrs. Kusum Narendra Singh Barhat herself and Mr. Narendra Singh Barhat and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

In compliance with the provisions of Sections 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the ratification of remuneration specified above for the remaining tenure as an Executive Director to Mrs. Kusum Narendra Singh Barhat, is now being placed before the Members for their approval. The Board of Directors recommends the Special Resolution at Item No.7 of the accompanying Notice for approval by the Members of the Company.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

ITEM NO. 08 TO APPROVE REVISION IN REMUNERATION PAYABLE TO MR. KETANKUMAR HARKANTBHAI JOSHI (DIN: 02089127), WHOLE TIME DIRECTOR OF THE COMPANY: SPECIAL RESOLUTION

Mr. Ketankumar Harkantbhai Joshi (DIN: 02089127) was originally appointed on the Board on August 27, 2018 and further designated as the Whole Time Director of the Company on March 20, 2022 for a period of 5 years.

On the recommendation of the Nomination and Remuneration Committee of the Company, the Board, in its meeting held on August 22, 2025, has considered approval of limit of remuneration, i.e. upto Rs. 5.00 Lakh per annum with such increments as may be decided by the Board from time to time to be paid to Mr. Ketankumar Harkantbhai Joshi (DIN: 02089127) for his remaining tenure as Whole Time Director. The other terms and conditions of his appointment, shall remain unchanged.

The Nomination and Remuneration Committee has also noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Ketankumar Harkantbhai Joshi (DIN: 02089127), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198, 203 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable Regulations of SEBI (LODR) Regulations, 2015, remuneration payable to Mr. Ketankumar Harkantbhai Joshi (DIN: 02089127), as Whole Time Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

GENERAL INFORMATION:

Nature of Industry:

Our Company is an agrochemical company engaged in the manufacturing, formulation, supplying, packaging and job work services in various Pesticides such as Insecticides, Herbicides, Fungicides, Plant Growth Regulators and a wide variety of other Agrochemicals for India as well as for Export.

Date of commencement of commercial production:

The Commercial Production has been commenced since incorporation of the Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not Applicable

Financial performance based on given indicators:

(Rs. In Lakhs)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue From Operations	31,809.27	24,514.79
Other Income	45.36	18.04
Total Income	**31,854.63**	**24,532.83**
Less: Total Expenses Before Depreciation, Finance Cost and Tax	30,881.92	23,665.59
Profit Before Depreciation, Finance Cost and Tax	972.71	867.24
Less: Depreciation	260.24	157.07
Less: Finance Cost	165.77	169.41
Profit Before Tax	**546.69**	**540.76**
Less: Short Provision of Taxes in Earlier Year	-	0.31
Less: Current Tax	144.07	138.69
Less: Deferred Tax Liability (Liability)	(3.69)	12.19
Profit After Tax	**406.31**	**389.57**
Earning Per Share (Basic & Diluted)	5.97	5.72

Export performance and net foreign exchange:

During the year under review, the company have Rs. 489.53 Lakhs export performance and Rs. 2130.49 Lakhs net foreign exchange expenditure.

Foreign Investment and collaborations, if any:

No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2025 total holding of Foreign Shareholders was 38,400 Equity Shares.

Information about the Director:

Background Details:

Mr. Ketankumar Harkantbhai Joshi, aged 54 years is the Whole Time Director and also the Promoter of our Company. He holds degree in Bachelor in Mechanical Engineering. He is having experience of 28 years in agrochemical industry. He helped the organization to reach to new heights in its initial stage of incorporation with the help of his substantial experiences and knowledge gained throughout his journey. He has vast knowledge of the business & related industries.

Past Remuneration:

In the financial year 2024-25, Mr. Ketankumar Harkantbhai Joshi was paid total remuneration and perquisite of ₹ 27.00 Lakh as Whole-Time Director.

Recognition or awards:

Nil

Job Profile and his suitability:

As the Whole-time director of the Company, he contributes to the company's strategic growth and operational efficiency. His leadership and vision play a key role in driving innovation and expanding the company's market presence, he is a fit and proper person as the Managing Director of the Company.

Revised Terms and conditions of Remuneration: -

1. Basic Salary up to ₹ 5,00,000/- per month for the existing remaining term w.e.f. September 01, 2025;
2. Mr. Ketankumar Harkantbhai Joshi will be paid perquisites and allowances like HRA, medical reimbursement, travelling allowances, club fees and other payments in the nature of perquisites and allowances as agreed by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V to the Act.

Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person:

Taking into consideration the size of the Company, the profile to Mr. Ketankumar Harkantbhai Joshi the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any:

Mr. Ketankumar Harkantbhai Joshi (DIN:02089127) has pecuniary relationship to the extent he is Promoter – Director - Shareholder of the Company.

In compliance with the provisions of Sections 196, 197, 198 and other applicable provisions of the Act, read with Schedule V to the Act, the appointment of Mr. Ketankumar Harkantbhai Joshi (DIN:02089127), as a Whole Time Director of the Company is now being placed before the Members for their approval. Further, remuneration proposed above shall be valid for the existing term of Mr. Ketankumar Harkantbhai Joshi until revised further with other terms and conditions remaining unchanged as per the resolution passed.

Mr. Ketankumar Harkantbhai Joshi for the term as Whole Time Director will be beneficial to the operations of the Company and the same is commensurate with his abilities and experience and accordingly recommends the Special Resolution at Item No. 08 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Ketankumar Harkantbhai Joshi himself and his relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

For and on behalf of Board of Directors
Aristo Bio-Tech and Lifescience Limited
CIN: L01100GJ2005PLC127397

Registered office:
E-24/25/26, G.I.D.C., Ta. Savli,
Manjusar, Vadodara-391775,Gujarat

Place: Vadodara
Date: August 22, 2025

Narendra Singh Barhat
Chairman and Managing Director
DIN: 00310306

Ketankumar Harkantbhai Joshi
Whole Time Director & CFO
DIN: 02089127

ANNEXURE TO THE NOTICE

DISCLOSURE UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 6,7,8:

Details of Director Retiring by Rotation/ Seeking Appointment/ Re-Appointment/Revision in Remuneration at the ensuing Annual General Meeting

Name of Director	Mr. Narendra Singh Barhat	Mrs. Kusum Narendra Singh Barhat	Mr. Ketankumar Harkantbhai Joshi
Date of Birth	08/09/1955	02/03/1962	25/12/1970
Educational Qualifications	Bachelor of science-Agriculture	Under Matriculate	Bachelor in Mechanical Engineering
Expertise in specific functional areas - Job profile and suitability	He has over 47 years of experience in the chemical pesticides, fertilizers, insecticides, and weedicides industry. He oversees operations with a focus on micromanagement, task delegation, and consistent performance. Known for his adaptability, he swiftly responds to industry changes and leads innovation through new product development. His strong research skills, combined with a persuasive, logical, and inspiring leadership style, make him a valuable asset to the company.	She has over 30 years of experience in administration and management, contributing significantly to the company’s growth and success. She develops strategic corporate plans across HR functions, including compensation, benefits, and health and safety. With a strong leadership presence, she manages programs, leads teams, and serves as a vital link between top management, employees, and labor unions. Her deep knowledge, dedication, and commitment to compliance with internal policies and legal standards have been instrumental in taking the company to new heights.	He is having experience of 28 years in agrochemical industry. He helped the organization to reach to new heights in its initial stage of incorporation with the help of his substantial experiences and knowledge gained throughout his journey. He has vast knowledge of the business & related industries.
No. of Shares held as on March 31, 2025 including shareholding as a Beneficial Owner.	22,83,200	6,25,000	7,20,000
Terms & Conditions	Not Liable to Retire by rotation	Liable to retire by rotation	Not Liable to retire by rotation
Remuneration last Drawn	₹ 48.00 Lakhs Per Annum	₹ 2.25 Lakhs Per Month	₹ 2.25 Lakhs Per Month
Remuneration sought to be paid	₹ 75.00 Lakhs Per Annum	₹ 5.00 Lakhs Per Month	₹ 5.00 Lakhs Per Month
No. of meetings of the Board attended during the year.	8 Meetings out of 8 Board Meetings	8 Meetings out of 8 Board Meetings	8 Meetings out of 8 Board Meetings
Date of Initial Appointment	17/03/2005	17/03/2005	27/08/2018
Date of Appointment	26/09/2023	17/03/2005	20/03/2022

Name of Director	Mr. Narendra Singh Barhat	Mrs. Kusum Narendra Singh Barhat	Mr. Ketankumar Harkantbhai Joshi
(at current term)			
Directorships held in other companies (excluding foreign companies, Section 8 companies and Struck off Companies and our Company)	Nil	Nil	Nil
Memberships / Chairmanships of committees of other public companies	Nil	Nil	Nil
Inter-se Relationship with other Directors	He is a Husband of Mrs. Kusum Narendra Singh Barhat, Executive Director of the Company.	She is wife of Mr. Narendra Singh Barhat	No relationship with other Directors
Information as required pursuant to NSE Circular No. L1ST/COMP/14/2018-19 dated June 20, 2018	Mr. Narendra Singh Barhat is not debarred from holding the office of director pursuant to any SEBI order.	Mrs. Kusum Narendra Singh Barhat is not debarred from holding the office of director pursuant to any SEBI order.	Mr. Ketankumar Harkantbhai Joshi is not debarred from holding the office of director pursuant to any SEBI order.