

July 19, 2025

To
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Mumbai – 400001,
Maharashtra, India.

BSE Code: **512573**

To
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra (East),
Mumbai – 400 051,
Maharashtra, India.

NSE Symbol: **AVANTIFEED**

Dear Sir/Madam,

Sub: Submission of Notice of 32nd Annual General Meeting (AGM) and Annual Report of the Company for the FY 2024-25.

In continuation to our letter dated July 12, 2025 and pursuant to provisions of Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following:

1. Annual Report of the Company; and
2. Notice of 32nd AGM of the Company.

In compliance with relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the notice of AGM along with the Annual Report is sent to the Members through electronic means on Saturday, July 19, 2025. Additionally, the Notice of AGM and the Annual Report are also uploaded on the website of the Company at www.avantifeeds.com.

The Secretarial Audit Reports of the material unlisted subsidiary, i.e. Avanti Frozen Foods Private Limited, is also enclosed.

This is for your kind information and record.

Thanking you

Yours faithfully
for **Avanti Feeds Limited**

C. Ramachandra Rao
Joint Managing Director,
Company Secretary & CFO
DIN:00026010

Encl: as above



NOTICE

NOTICE is hereby given that the Thirty Second (32nd) Annual General Meeting (“AGM”) of the members of Avanti Feeds Limited (“Company” or “AFL”) will be held on **Thursday, 14th August, 2025 at 11:00 A.M (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)** to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31st March, 2025 together with the reports of the Board of Directors and the Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolutions as an Ordinary Resolution:**

- “RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”
- “RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

- To declare a dividend on equity shares and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT a dividend of ₹9/- (Rupees Nine only) per equity share (on fully paid-up equity share of ₹1/- each) of the Company, as recommended by the Board of Directors, be and is hereby declared for the Financial Year ended 31st March, 2025 and the same be paid out of the profits of the Company.”

- To appoint a Director in place of Sri A. Venkata Sanjeev (DIN:07717691), who retires by rotation and being eligible offers himself for re-appointment, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Sri A. Venkata Sanjeev (DIN: 07717691), who retires by rotation at this meeting, and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

- To appoint a Director in place of Mr. Peerasak Boonmechote (DIN: 10047883), who retires by rotation and being eligible offers himself for re-appointment, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Peerasak Boonmechote (DIN: 10047883), who retires by rotation at this meeting, and being eligible, has offered himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

Corporate address : G-2, Concorde Apartments, 6-3-658,
Somajiguda, Hyderabad – 500082, Telangana State, India.
☎ : +91-40-23310260/61 | 📠 +91(40)23311604
✉ avantiho@avantifeeds.com | 🌐 www.avantifeeds.com

Registered office: Flat No. 103, Ground Floor, “R” Square
Pandurangapuram, Vishakhapatnam – 530003
Andhra Pradesh, India.
CIN: L16001AP1993PLC095778



SPECIAL BUSINESS

5. To consider and approve the re-appointment of Sri V. Narsi Reddy (DIN: 08685359) as an Independent Director of the Company for a period of Five (5) years:

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

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment(s) thereof for the time being in force), Regulations 16 (1) (b), 17, 17 (1C), 25 (2A) and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), as amended from time to time, if any, and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Sri V. Narsi Reddy (DIN:08685359), Independent Non-Executive Director, who has submitted a declaration that he meets the criteria of independence as prescribed under the Act and Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 (1) of the Act from a member of the Company proposing his candidature for the office of an Independent Director, be and is hereby re-appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, with effect from 12th November, 2025 to 11th November, 2030, to hold office for a second term of five consecutive years i.e. from 12th November, 2025 to 11th November, 2030."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

6. To consider and approve the appointment of Sri Alluri Nikhilesh Chowdary (DIN: 07717702) as a Non-Executive Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and 17(1C) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, other applicable laws, if any, and the Articles of Association of the Company, and based on the recommendation of the Nomination & Remuneration Committee of the Company, Sri Alluri Nikhilesh Chowdary (DIN: 07717702), who was appointed as an Additional Director (Non-Executive) of the Company with effect from 28th May, 2025 by the Board of Directors, in terms of Section 161 of the Act and in respect of whom the Company has received notice in writing under Section 160 of the Act, from a member proposing him as a director, be and is hereby appointed as a Non- Executive Director of the Company and shall be liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution"

7. To consider and approve the appointment of Sri Raghunath Vemali (DIN:10405110) as a Non-Executive, Nominee Director of the Company:

To consider, and if thought fit, to pass, the following resolution(s) as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and 17(1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015,



(including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), any other applicable law(s), regulation(s), guideline(s), and the Articles of Association of the Company, and based on the recommendations made by the Nomination and Remuneration Committee ("NRC") of the Company, Sri Raghunath Vemali (DIN: 10405110), who was appointed as a Nominee Director from Andhra Pradesh Industrial Development Corporation Limited ("APIDC") by the Board of the Company with effect from 28th May, 2025 and in respect of whom the Company has received notice in writing under Section 160 of the Act, from a member proposing him as a Nominee Director, be and is hereby appointed as a Nominee Director of the Company and shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized severally to comply with all the requirements, including digitally signing and filing of various forms / e-forms with the Ministry of Corporate Affairs, Government of India, and to do all such acts and things as may be necessary to give effect to the aforesaid resolution.

8. To consider and approve appointment of M/s. V. Bhaskara Rao & Co., Practicing Company Secretaries, as Secretarial Auditors of the Company.

To consider, and if thought fit, pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of the Section 204 and other applicable provisions of the Companies Act, 2013 (the Act), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), amendment(s), or re-enactment(s) thereof, for the time being in force), and subject to receipt of such other approvals, consents and permissions as may be required, M/s. V. Bhaskara Rao & Co., Practicing Company Secretaries, Hyderabad (Unique code number: P2025TS104600 and having Peer Review No.6351/2025) be and are hereby appointed as Secretarial Auditors of the Company for the first term of 5 (five) consecutive years, to hold office from the conclusion of this 32nd Annual General Meeting till the conclusion of 37th Annual General Meeting of the Company to be held in the year 2030, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors in addition to reimbursement of all out of pocket expenses; and such remuneration may be paid on progressive billing basis."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committees thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, including filing the requisite forms or submission of documents with any authorities and accepting any modifications to the terms of appointment."

By Order of the Board
For **AVANTI FEEDS LIMITED**

A. Indra Kumar
Chairman & Managing Director
DIN: 00190168

Place : Hyderabad
Date : 28th May, 2025



NOTES

1. In accordance with the provisions of the Companies Act, 2013, read with the Rules made thereunder and General Circular No. 09/2024 dated September 19, 2024, other Circulars issued by the Ministry of Corporate Affairs ("MCA") from time to time, Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024, issued by SEBI ("the Circulars"), companies are allowed to hold Annual General Meetings ("AGM") through video conference or other audio visual means ("VC") up to 30th September 2025, without the physical presence of members at a common venue. Accordingly, the AGM of the Company is being held through VC. The Company has engaged the services of KFin Technology Limited ("KFin") for providing facility, for voting through remote e-Voting, for participation in the AGM through VC and e-Voting during the AGM. The deemed venue for the AGM shall be the Registered Office of the Company at Vishakhapatnam, Andhra Pradesh, India.
2. As the AGM will be conducted through VC, the facility for appointment of proxy by the Members is not available for this AGM, and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
3. The Company has enabled the Members to participate at the 32nd AGM through VC facility. The instructions for participation by members are given in the subsequent pages. As per the provisions under the MCA circular, Members attending the 32nd AGM through VC shall be counted for the purpose of quorum under Section 103 of the Act.
4. In compliance with MCA and SEBI Circular, the financial statements including Board's Report, Auditor's report and other documents required to be attached therewith (together referred to as Annual Report FY 2024-25) and Notice of AGM are being sent in electronic mode to those members / beneficial owners whose e-mail addresses are registered with the Company / Depositories as at close of business hours on Friday, 11th July, 2025. Members may please note that this Notice and Annual Report 2024-25 will also be available on the Company's website at <https://avantifeeds.com/financial-reporting/#Annual-Report>, websites of the Stock Exchanges i.e., BSE Limited and National Stock of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Tech at <https://evoting.kfintech.com>.

Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to members whose e-mail address is not registered with Company/ Depository Participant providing the exact web-link of Company's website from where the Annual Report for financial year 2024-25 can be accessed.

5. The Explanatory Statement pursuant to Section 102 of the Act in respect of Special Businesses set out above is annexed hereto and forms part of the Notice. The relevant details, pursuant to Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of Director(s) seeking appointment/re-appointment at this AGM is provided in **Annexure- A** to this Notice.
6. Institutional/Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote(s) through e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer i.e. Sri V. Bhaskara Rao, Practicing Company Secretary, Hyderabad by e-mail through its registered e-mail address to bhaskararaoandco@gmail.com with a copy marked to investors@avantifeeds.com.
7. Pursuant to the provisions of Section 108 of the Act read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated 3 October, 2024, as amended ("SEBI Master Circular"), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote both through remote e-voting and e-voting during the AGM on the resolution(s) as set forth in the AGM Notice by electronic means.



8. The Members can join the AGM through VC mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the instructions mentioned in this Notice. The facility of participation at the AGM through VC will be made available for 1,000 Members on first come first served basis. However, this number does not include the large Shareholders i.e. Shareholders holding 2% or more shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
10. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 8th August 2025 to Thursday, 14th August 2025 (both days inclusive).
11. The Notice of Annual General Meeting will be sent to the members; whose name appears in the Register of members / depositories as at closing hours of business on Friday, 11th July 2025.

12. Final Dividend for FY 2024-25:

The Board of Directors, at its meeting held on 28th May, 2025, has recommended a Final Dividend of ₹9/- per equity share of ₹1/- each. The record date for the purpose of payment of final dividend is Thursday, 7th August, 2025. The Dividend if approved by the Members at this AGM will be directly credited to the bank accounts of the shareholders whose names appear, as at the Record Date, in the register of members or the beneficiary position data furnished by the Depositories.

SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024, has mandated that with effect from 1st April, 2024, dividend to security holders who are holding securities in physical form, shall be paid only through electronic mode. Such payment shall be made only after the shareholders furnish their PAN, contact details (postal address with PIN and mobile number), bank account details and specimen signature ("KYC") and choice of Nomination. Further, relevant FAQs published by SEBI on its website can be viewed at the following link: https://www.sebi.gov.in/sebi_data/faqfiles/sep-2024/1727418250017.

13. TDS on Dividend

If the Dividend as recommended by the Board of Directors is approved at the AGM, the payment of such dividend shall be made within the time line as prescribed under the Act, subject to deduction of tax at source, as under:

To all those beneficial owners holding shares in electronic/demat form, as per the beneficial ownership data as may be made available to the Company by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) as on the close of the business hours on Thursday, 7th August 2025 and

- i) To all those members holding shares in physical form on or before the close of business hours of Thursday, 7th August 2025.
 - ii) The details on deduction of TDS are available on the website of the company at the given link: www.avantifeeds.com/downloads/
14. Members holding shares in dematerialized form are hereby informed that bank particulars registered with their respective Depository Participants (DPs), with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. Members are requested to intimate any change/correction in their bank mandate to their DPs only.

Members who are holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, type of account and account number etc., in form ISR-1 to KFin Tech at the provided address.



15. Investor Education and Protection Fund (“IEPF”) related information

- a. Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”), dividends that are unpaid or unclaimed for a period of 7 consecutive years from the date of their transfer are required to be transferred by the Company to the IEPF, administered by the Central Government. Further, according to the said IEPF Rules, shares in respect of which dividends remain unclaimed by the shareholders for 7 consecutive years or more shall also be transferred to the demat account of the IEPF Authority. The Company requests all the members to encash / claim their respective dividends within the prescribed period.
- b. The dividend amount and shares transferred to the IEPF can be claimed by the concerned shareholder(s)/legal heir(s) from the IEPF Authority after complying with the procedure prescribed under the IEPF Rules. The details of the unclaimed dividends are also available on the Company’s website at <https://www.avantifeeds.com/> and the said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link www.iepf.gov.in.
- c. Members intending to claim their unclaimed dividends are requested to correspond with the KFin Tech at HYPERLINK "mail to: einward.ris@kfintech.com" einward.ris@kfintech.com or write to the Company at HYPERLINK "mail to: investors@avantifeeds.com.

16. Updation of KYC for Communication:

Members whose KYC details (i.e., postal address with PIN code, mobile number, bank account details, PAN linked with Aadhaar etc.) or e-mail address is not registered/ updated with the Company or with their respective Depository Participant(s) [‘DPs’], and who wish to receive the Notice of this AGM, the Annual Report for the financial year 2024-25 and all other future communications sent by the Company from time to time, can get their KYC details and e-mail address registered/ updated by following the steps as given below:

- i. Members holding equity shares in physical mode – Request in form ISR-1 along with self- attested copy of PAN Card and self-attested copy of any document (copy of Driving license, Passport, Bank statement, Aadhar) by e-mailing at einward.ris@kfintech.com or to the Company at investors@avantifeeds.com.

ISR-1 Form can be downloaded from the following link: <https://ris.kfintech.com/clientservices/isc/default.aspx>

The ISR-1 Form(s) and the supporting documents can be provided by either of the following modes:

- a. **Through ‘In Person Verification’ (IPV):** the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b. Through hard copies which are self-attested, which can be shared on the address below; or

Name: KFin Technologies Limited

Address Unit: **Avanti Feeds Limited**

Selenium Building, Tower-B, Plot No 31 & 32, Financial District,

Nanakramguda, Serilingampally, Hyderabad-500032, Rangareddy, Telangana India.

- c. Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>
Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>



- ii. **Members holding equity shares in dematerialised mode** - Register / update their e-mail addresses with respective DP.
 - iii. In case anyone has become a member of the Company after dispatch of AGM Notice, but on or before the cut-off / record date for e-Voting, i.e. Thursday, 7th August 2025., such member may obtain the User ID and Password from KFin Tech by an e-mail request to einward.ris@kfintech.com / rajeev.kr@kfintech.com
17. For members holding shares in physical form, SEBI vide its Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May 2024 read with SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June 2024, as amended from time to time, has mandated furnishing of PAN linked with Aadhaar and KYC details (i.e., postal address with PIN code, mobile number, bank account details, PAN linked with Aadhaar etc.). In case any of the aforesaid documents / details are not available in the record of the RTA, the member shall not be eligible to lodge grievance or avail any service request from the RTA until they furnish complete KYC details. Further, with effect from 1st April 2024, any payment of dividend shall only be made in electronic mode to such members. The Company has made relevant intimations to the members from time to time.
- Further, SEBI has mandated that securities of listed companies can be transferred only in demat form. Therefore, members are advised to dematerialize shares held by them in physical form for ease in portfolio management. For consolidation of share certificates, members holding shares in physical form, in more than one folio, with identical order of names, are requested to send the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio to the RTA. Requests for consolidation of share certificates shall only be processed in dematerialized
18. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members may nominate a person in respect of all the shares held by them severally or jointly. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he / she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company or website of the RTA. Members holding shares in demat form may approach their respective Depository Participants to complete the nomination formalities.
19. **Dispute Resolution Mechanism at Stock Exchanges**
- In terms of SEBI Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated 31st July 2023, as further amended by the Corrigendum cum Amendment circular No. SEBI/HO/ OIAE/ OIAE_IAD- 1/P/ CIR/2023/135 dated 4th August 2023 and the Master Circular No. SEBI/HO/OIAE/OIAE_IAD- 3/P/ CIR/2023/195, the SEBI has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market. In terms of the said circulars, the investors, after duly exhausting their option to resolve their grievances with the RTA / Company directly and through existing SCORES platform, can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).
20. The Companies (Management and Administration) Rules, 2014 stipulate that the remote electronic voting period shall close at 05:00 P.M. (IST) on the date preceding the date of AGM. Accordingly, the remote e-Voting period will commence at 09:00 A.M. (IST) on Monday, 11th August, 2025, and will end at 05:00 P.M. (IST) on Wednesday, 13th August, 2025. The remote e-Voting will not be allowed beyond the aforesaid period and time, and the remote e-Voting module shall be disabled by KFin Tech.
21. The member(s) who have casted their vote(s) by remote e-Voting may also participate in this AGM through VC / OAVM but shall not be entitled to cast their vote(s) again. Once the vote(s) on a resolution is cast by a member, on submission, the member shall not be allowed to modify it subsequently.
22. Subject to approval of the requisite number of vote(s), the Resolutions set out in this Notice for the AGM shall be deemed to be passed on the date of the meeting i.e. Thursday, 14th August, 2025.



23. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. Members seeking any information or clarification on the Notice of AGM are requested to send in writing queries to the Company, by Thursday, 7th August, 2025 through e-mail at investors@avantifeeds.com. Replies will be provided in respect of such written queries at the meeting.

24. Instructions for remote e-voting and procedure for joining the AGM through VC/OAVM and voting during the AGM:

a. Members are requested to provide their assent or dissent through remote e-voting only. In respect of those members who have not registered their e-mail IDs, the Company has mentioned the documents to be provided to KFin hereunder.

Registration of e-mail ID

Members who have not registered their email IDs are requested to do so at the earliest. Members holding shares in:

- **Electronic mode** can register their email ID by contacting their respective Depository Participant(s) ("DP").
- **Physical mode** can register their email ID with the Company or KFin. Requests can be emailed to investors@avantifeeds.com or einward.ris@kfintech.com or by registering with the first holder PAN at <https://kprism.kfintech.com/signup>. Existing users can login through KPRISM (<https://kprism.kfintech.com/>). All updation has to be done through ISR Forms as prescribed by SEBI.

b. Instructions for remote e-voting

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is providing facility to the Members to exercise voting through electronic voting system ("remote e-voting") on the e-voting platform provided by KFin. The Members may cast their votes remotely, using remote e-voting only on the dates mentioned hereunder. The instructions for remote e-voting forms part of this Notice.
- ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
Monday, 11 th August 2025	Wednesday, 13 th August 2025

- iii. The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
- iv. During the above period, Members of the Company holding shares either in physical form or in dematerialised form, as on Thursday, 7th August 2025, i.e., cut-off date, may cast their vote by remote e-voting.
- v. Members whose names appears in the Register of Members / List of Beneficial Owners as on the cut-off date only i.e., Thursday, 7th August 2025 shall be entitled to vote on the resolution set out in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.
- vi. M M/s. V. Bhaskara Rao & Co, Company Secretaries, Proprietor: Sri V. Bhaskara Rao, Practicing Company Secretary, Hyderabad (FCS No. 5939, CP No. 4182) is appointed as the







Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.

- vii. The process and manner for remote e-voting is as under:
- a. E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
 - b. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
 - c. The process and manner of remote e-voting is explained below:
 - i) Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
 - ii) Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.

Type of Member	Login
Individual Members holding securities in demat mode with NSDL	<p>1. Users registered for NSDL IDeAS facility</p> <ol style="list-style-type: none"> i. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. ii. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. iii. 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. iv. Click on the 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.
	<p>2. Existing Internet-based Demat Account Statement ("IDeAS") facility Users:</p> <ol style="list-style-type: none"> i. Visit the e-services website of NSDL https://eservices.nsd.com either on a personal computer or on a mobile. ii. On the e-services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. Thereafter enter the existing user id and password. iii. After successful authentication, Members will be able to see e-voting services under 'Value Added Services'. Please click on "Access to e-voting" under e-voting services, after which the e-voting page will be displayed. iv. Click on company name i.e. 'Avanti Feeds Limited' or ESP i.e. KFin. v. Members will be re-directed to KFin's website for casting their vote during the remote e-voting period.



Type of Member	Login
	<p>3. Those not registered under IDeAS:</p> <ol style="list-style-type: none"> i. Visit https://eservices.nSDL.com for registering. ii. Select "Register Online for IDeAS Portal" or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp iii. Visit the e-voting website of NSDL https://www.evoting.nSDL.com. iv. 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. v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen. vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. vii. Click on company name i.e., 'Avanti Feeds Limited' or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period. viii Members can also download the NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="display: flex; justify-content: center; gap: 20px; align-items: center;"> <div style="text-align: center;">   </div> <div style="text-align: center;">   </div> </div>

Type of Member	Login Method
<p>Individual Members holding securities in demat mode with CDSL</p>	<p>1 Existing user who have opted for Electronic Access To Securities Information ("Easi/ Easiest") facility:</p> <ol style="list-style-type: none"> i. Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. ii. Click on New System Myeasi. iii. Login to Myeasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu. vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.
	<p>2 User not registered for Easi / Easiest</p> <ol style="list-style-type: none"> i. Visit https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration for registering. ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote.



Type of Member	Login Method
	<p>3. Alternatively, by directly accessing the e-voting website of CDSL</p> <ol style="list-style-type: none"> Visit www.cdslindia.com. Provide demat account number and PAN. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. 'Avanti Feeds Limited' or select KFin. <p>Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.</p>
Individual Members login through their demat accounts / website of DPs	<ol style="list-style-type: none"> Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility. Once logged-in, Members will be able to view e-voting option. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. Click on options available against 'Avanti Feeds Limited' or 'KFin'. Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259

ii. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (8967), USER ID and password. They will have to follow the following process:

- Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 8967, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.
- After entering these details appropriately, click on "LOGIN".
- You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special



character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'Avanti Feeds Limited' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of <https://evoting.kfintech.com> or contact KFin at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

25. Instructions for all the shareholders, including individual, other than individual and physical, for attending the AGM of the company through VC / OAVM and e voting during the meeting:

- i. Members may access the same at <https://emeetings.kfintech.com/> by using the e-Voting login credentials provided in the e-mail received from KFin Tech. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.
- ii. Members are encouraged to join the Meeting through Laptops / Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge & Mozilla Firefox 22, etc.
- iii. Members will be required to grant access to the webcam to enable VC / OAVM. Further, the Member(s) connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- iv. Institutional Members are encouraged to attend and vote(s) at the AGM through VC / OAVM.

26. Other Instructions

1. Speaker Registration: The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from KFin Tech. On successful login, select 'Speaker Registration' which will have opened from Monday, 11th August, 2025 to Wednesday, 13th August, 2025. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.



2. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, 7th August 2025, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
3. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the record date for e-Voting, he/she may obtain the User ID and Password in the manner as mentioned below:
 - a. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399.
 1. Example for NSDL: MYEPWD <SPACE> 8967 IN12345612345678
 2. Example for CDSL: MYEPWD <SPACE> 8967 1402345612345678
 3. Example for Physical: MYEPWD <SPACE> 8967 xxxx1234567890
 - b. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - c. In case of any query and/or grievance, in respect of voting by electronic means or technical assistance for VC/OAVM participation, Member(s) may refer to the Help & Frequently Asked Questions (FAQs) and e-Voting user manual available at the download section of <https://evoting.kfintech.com> or contact Mr. Rajiv Kumar, an official of KFin Tech or dial to toll free No. 1-800-309-4001 or send an e-mail to at evoting.kfintech.com for any further clarifications.

27. General Instructions:

1. The Company has appointed M/s. V. Bhaskara Rao & Co, Company Secretaries, Proprietor: Sri V. Bhaskara Rao, Practicing Company Secretary, Hyderabad (FCS No. 5939, CP No. 4182) to act as Scrutinizer to scrutinize the remote e-Voting process and voting during the AGM in a fair and transparent manner. The Scrutinizer will submit their report to the Chairman after the completion of scrutiny, and the result of the voting will be announced by the Chairman or any Director of the Company duly authorized, on or before Saturday, 16th August, 2025 and will also be displayed on the website of the Company (www.avantifeeds.com), besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.
2. All communications relating to equity shares / AGM are to be addressed to the Company's RTA at KFin Technologies Limited, Selenium Tower-B, Plot No. 31 & 32, Financial District, Gachibowli, Nanakramguda, Serilingampally, Hyderabad-500032, Telangana State, India, Toll free Number 1800 309 4001, e-Mail id: einward.ris@kfintech.com, website: www.kfintech.com.
3. **APPLICATION(S) BY KFIN**
Members are requested to note that as an ongoing endeavor to enhance shareholders experience and leverage new technology, Kfin has developed following applications for shareholders:

Investor Support Centre: Members are hereby notified that our RTA, KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), based on the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/72) dated 8th June, 2023, have created an online application which can be accessed at <https://ris.kfintech.com/default.aspx#>Investor Services > Investor Support>.

Members are required to register / signup, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query,



Complaints, check for status, KYC details, Dividend, Interest , Redemptions, e-Meeting and e-Voting Details.

Quick link to access the signup page: <https://kprism.kfintech.com/signup>

Summary of the features and benefits are as follows:

1. The provision for the shareholders to register online.
2. OTP based login (PAN and Registered mobile number combination)
3. Raise service requests, general query, and complaints.
4. Track the status of the request.
5. View KYC status for the folios mapped with the specific PAN.
6. Quick links for SCORES, ODR, e-Meetings and eVoting.
7. Branch Locator
8. FAQ's

Senior Citizens - Investor Support

As part of the initiative, our RTA in order to enhance the investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and hand holds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details to the email id senior.citizen@kfintech.com . Senior Citizens (above 60 years of age) have to provide the following details :

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

A dedicated Toll-free number for Senior Citizens can also be accessed at 1-800-309-4006 for any queries or information

WhatsApp: Shareholders can use WhatsApp Number: (91) 910 009 4099 to avail bouquet of services.



Explanatory Statement:

In conformity with Section 102 of the Act, the following Explanatory Statement sets out all material facts relating to the special business mentioned in the accompanying Notice and should be taken as forming part of the Notice. As per Listing Regulations an explanatory statement in relation to Item No. 5 to 8 is also furnished and shall be taken as forming part of the Notice.

Item No. 5

Sri V. Narsi Reddy (DIN: 08685359) is currently an Independent Director of the Company, he was appointed as an Independent Director of the Company by the Members at the 28th Annual General Meeting of the Company held on 14th August, 2021 for a period of Five (5) consecutive years commencing from 12th November, 2020 up to 11th November, 2025 (both days inclusive) and is eligible for re-appointment for a second term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 28th May, 2025, proposed the re-appointment of Sri V. Narsi Reddy as an Independent Director of the Company for a second term of Five (5) consecutive years commencing from 12th November, 2025 up to 11th November, 2030 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Profile:

Sri V. Narsi Reddy brings in 34+ years of experience as a Banker. He worked with State Bank of India (SBI) in various capacities. He was the General Manager for the Internal Audit Operations at SBI. He is expert in Business Acquisition Policies, Branch Operations, Resource Management, Credit Risk Portfolio Management, Sales Operations and Investment Management.

He also served as the Chairman of Andhra Pradesh Grameena Vikas Bank and headed the bank in becoming the top Grameena Bank across India. He is responsible for implementation of policies on business acquisition, resource allocation, asset liability management and trading in Securities.

He has been the Independent Director on the Board of Avanti Feeds Limited for the last 5 Years and Krishna Bhima Samruddhi Local Area Bank Limited. He is the Chairman of Risk Management Committee and a Member of Audit Committee, Credit Committee and Executive Committee at Krishna Bhima Samruddhi Local Area Bank Limited.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Sri V. Narsi Reddy with rich experience. He is endowed with paramount skills and integrity. His depth of knowledge and professional acumen is an invaluable resource to the Company. His qualifications and the rich experience in banking and Private sector meets the skills and capabilities required for the role of Independent Director of the Company.

The Board, based on the performance evaluation and as per the recommendation of the NRC, considers that, in view of his background, experience and contribution made by him during his tenure of the first term, continued association of Sri V. Narsi Reddy as an Independent Director would be beneficial to the Company and it is desirable to continue to avail his services as an Independent Director. Accordingly, the Board recommended reappointment of Sri V. Narsi Reddy as Non-Executive Independent Director of the Company, not liable to retire by rotation for a further for a period of Five (5) consecutive years commencing from 12th November, 2025 up to 11th November, 2030 (both days inclusive)

Sri V. Narsi Reddy shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and Committee meetings or commission if payable shall be paid.

The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing his candidature for the office of Director. The Company has received a declaration from Sri V. Narsi Reddy confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing



Regulations'). Sri V Narsi Reddy has confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20th June, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies. In terms of Regulation 25(8) of the Listing Regulations, Sri V Narsi Reddy has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Non-Executive Director of the Company without any external influence. Further, Sri V Narsi Reddy has also confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members.

Sri V. Narsi Reddy has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA'). In the opinion of the Board, Sri V. Narsi Reddy fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management.

Copy of draft letter of re-appointment of Sri V. Narsi Reddy setting out the terms and conditions of appointment is available for inspection by the members at the Corporate Office of the Company.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re- appointment of Sri V. Narsi Reddy as an Independent Director is now placed for the approval of the Members by a Special Resolution.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are enclosed at Annexure-A to this Notice.

None of the Directors and Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Sri V. Narsi Reddy and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

The Board recommends the Special Resolution as set out in Item No. 5 of the accompanying Notice for approval of the Members / Shareholders.

Item No. 6

Sri Alluri Nikhilesh Chowdary, (DIN:07717702) has been serving Avanti Frozen Foods Pvt Ltd., (AFFPL) as Executive Director, managing the operations and marketing of Avanti. He has been performing his functions with a high degree of commitment and the Company has achieved significant growth in its operations over these years, under his leadership. The Shrimp Feed business and Shrimp Processing & Export are interconnected and inter-dependent. This appointment will enhance the cooperation and provide operational efficiency for both the companies i.e. Avanti Feeds Ltd. (AFL) and AFFPL.

Brief Profile:

Sri Nikhilesh Alluri Chowdary

Under Graduation: Industrial Engineering, Purdue University, USA (2011-15)

MBA: INSEAD University, France (2023)

Sri Nikhilesh worked for Thai Union Group from 2015-2017 in a management associate role. In the role, he underwent extensive On The Job training at the Shrimp Processing Unit, Feed Mill and Hatchery followed by the corporate functions of Group Finance and Strategy.

In 2017, Sri Nikhilesh joined Avanti Frozen Foods as a business development manager overseeing the business unit. He has been the Executive Director since 2018 at Avanti Frozen Foods Private Limited,



Subsidiary of Avanti Feeds Limited and he serves as a director in other companies as detailed in Annexure-A of this notice.

At Avanti Frozen, Sri Nikhilesh oversaw the revenue build up from \$35 Million to \$135 Million in FY 2025. Under his leadership the business diversified the product range from Raw products to cooked and value-added products enabling to enter premium markets. He has also helped to penetrate new customers in key markets like USA, Europe, Canada and Japan. Today, Avanti Frozen is amongst the largest seafood export houses in the country.

In view of the above and based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at their meeting held on 28th May, 2025 appointed Sri Alluri Nikhilesh Chowdary as a Non-Executive Additional Director on the Board of the Company.

The Company is seeking the approval of Shareholders for appointment of Sri Alluri Nikhilesh Chowdary, as a Non-Executive, Non Independent Director on the Board of the Company, in compliance with the applicable provisions under the Act & Listing regulations. As per the provisions of the Act, any person appointed as an Additional Director holds office up to the next Annual General Meeting. Pursuant to Regulation 17(1C) of Listing Regulations, with effect from 01st January, 2022, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a Notice from a member of the Company in writing under Section 160(1) of the Act proposing his candidature for the office of Director. The Company has also received from Sri Alluri Nikhilesh Chowdary: (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified to act as Director under Section 164(2) of the Act and (iii) declaration that he is not debarred or restrained from acting as a Director by any SEBI order or any other such authority.

Sri Alluri Nikhilesh Chowdary shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board, reimbursement of expenses for participating in the Board and Committee meetings or Commission if payable shall be paid to him.

Details of Sri Alluri Nikhilesh Chowdary are provided in the Annexure-A to this Notice pursuant to provisions of (i) Listing Regulations and (ii) SS- 2. This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

Sri Alluri Nikhilesh Chowdary is interested in the Resolution set out at Item No. 6 of the Notice. The relatives of Sri Nikhilesh may be deemed to be interested in the Resolution, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution at Item No. 6.

The Board recommends a Ordinary Resolution set out at Item No. 6 of the Notice for approval of the members.

Item No. 7

The Company has a Nominee on the Board of Directors of the Company ("Board") representing "Andhra Pradesh Industrial Development Corporation Limited" ("APIDC") as an initial Investor in the equity shares of the Company as per the Investment Agreement dated 12th January, 1994. They have been nominating a director to represent APIDC from time to time.

Sri Raghunath Vemali was appointed as a Nominee Director of APIDC on the Board of the Company with effect from 21st December, 2023. He was absent continuously for the meetings for more than 12 months, therefore, his office as Director ceased on 21st May, 2025. APIDC vide its letter noted the cessation of office of Sri Raghunath Vemali and once again freshly nominated Sri Raghunath Vemali as a Nominee Director of APIDC on the Board of the Company.



The Nomination and Remuneration Committee (NRC), have at its meeting held on 27th May, 2025 recommended the appointment of Sri Raghunath Vemali as a Nominee Director. The Board also approved the appointment of Sri Raghunath Vemali as a Nominee Director of APIDC on the Board of the Company with effect from 28th May, 2025, subject to the approval of the Shareholders.

The Company is seeking the approval of shareholders for appointment of Sri Raghunath Vemali, as a Non-Executive, Nominee Director on the Board of the Company in compliance with the applicable provisions under the Act & Listing regulations. Pursuant to Regulation 17(1C) of Listing Regulations, with effect from 1st January, 2022, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a Notice from APIDC, a Member in writing under Section 160(1) of the Act proposing his candidature for the office of Director. The Company has also received from Sri Raghunath Vemali: (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified to act as Director under Section 164(2) of the Act and (iii) declaration that he is not debarred or restrained from acting as a Director by any SEBI order or any other such authority.

As per the Investment Agreement with APIDC the sitting fee for attending meetings of the Board, reimbursement of expenses for participating in the Board and or Commission if payable shall be paid to the APIDC directly.

Details of Sri Raghunath Vemali are provided in the Annexure-A to this Notice pursuant to provisions of (i) Listing Regulations and (ii) SS- 2. This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

Sri Raghunath Vemali is interested in the Resolution set out at Item No.7 of the Notice with regard to his appointment. Relatives of Sri Raghunath Vemali may be deemed to be interested in the Resolution to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board recommends a Ordinary Resolution set out at Item No. 7 of the Notice for approval by the Shareholders.

Item No. 8

Pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), every listed company is required to annex with its Board's Report, a secretarial audit report, issued by a Practising Company Secretary. Pursuant to the Listing Regulations, shareholders' approval is required for appointment of Secretarial Auditors. Further, such Secretarial Auditor must be a peer reviewed Company Secretary from Institute of Company Secretaries of India (ICSI) and should not have incurred any of the disqualifications as specified by SEBI. M/s. V. Bhaskara Rao & Co., is a reputed firm of Company Secretaries in Practice specialized in Secretarial Audit and other corporate law matters. The firm is registered with the Institute of Company Secretaries of India; unique code number allotted for the partnership firm is P2025TS104600 and has an experience of more than 23 years in providing various corporate law services. The Firm also holds a valid Peer Review Certificate (Peer Review No. 6351/2025).



Pursuant to the amended provisions of Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated 12th December, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on 27th May, 2025 and 28th May, 2025 have approved and recommended the appointment of M/s. V. Bhaskara Rao & Co., Practicing Company Secretaries, Hyderabad as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years to hold office from the conclusion of this 32nd Annual General Meeting ('AGM') till the conclusion of 37th AGM of the Company to be held in the year 2030 at remuneration in the range of ₹3.00 Lakhs - ₹4.00 Lakhs for FY 2025-26 plus reimbursement of out-of pocket, travelling and living expenses etc. Besides the audit services, the Company would also obtain certifications which are to be mandatorily received from the Secretarial auditors under various statutory regulations and certifications required by clients, banks, statutory authorities and other requirements as required from time to time, for which the auditors will be remunerated separately on mutually agreed terms. The Board of Directors and the Audit Committee shall approve the remuneration including revisions to the remuneration of the Secretarial Auditors, for the five year tenure based on performance review and any additional efforts on account of changes in regulations, restructuring or other considerations.

M/s. V. Bhaskara Rao & Co. have given their consent to act as Secretarial Auditors of the Company and confirmed that their appointment, if made, would be within the limits specified under the Act & Rules made thereunder and SEBI Listing Regulations. They have further confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of the provisions of the Act & Rules made thereunder and SEBI Listing Regulations, as amended from time to time. M/s. V. Bhaskara Rao & Co. also confirmed of having a valid peer review certificate issued by the Peer Review Board of the Institute of Company Secretaries of India.

The Board of Directors and the Audit Committee shall approve revisions to the remuneration of the Secretarial Auditors for the remaining part of the tenure. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such a manner and to such extent as may be mutually agreed with the Secretarial Auditors.

The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI LODR Regulations with regard to the full-time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

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

The Board recommends the resolution set forth in Item No. 8 of this Notice for approval of the members by way of an Ordinary Resolution.



ANNEXURE-A

Details of the Directors and seeking re-appointment / appointment at this AGM pursuant to (i) Regulation 36(3) of the Listing Regulations and (ii) SS-2, issued by ICSI are as under:

Re-appointment of Directors, liable to retire by rotation:

Name of the Director (s)	Sri A. Venkata Sanjeev	Mr. Peerasak Boonmechote
Director Identification No.	07717691	10047883
Age (Years)	34	55
Qualification	Graduated in Mechanical Engineering.	Master Degree of Business Administration, National University, USA.
Experience (including expertise in specific functional areas) / Brief Resume	<p>He joined as an Executive Director in 2019 prior to this he worked, as Manager - Operations, in the Company for about 5 years. His profile includes:</p> <p>Planning Production, raw material procurement, quality control and dispatches at all Feed Plants and implementation of the same.</p> <p>Assist the Board in strategic planning for expansion and establishing new units.</p> <p>Ensure achievement of corporate objectives under the guidance of the Board.</p> <p>Responsible for efficient management of the operations.</p>	<p>He is being associated with Thai Union Group PCL for over 20 years in marketing, procurement and high-level management in frozen and related business. He was appointed as the Managing Director since 2016 until 2022. From 1st January, 2023, he is appointed as the Chief Executive Officer of Thai Union Feed Mill PCL.</p>
Terms and Conditions of Re- appointment	Executive Director, liable to retire by rotation	Non-Executive, Non- Independent Director, liable to retire by rotation
Remuneration proposed to be paid (including sitting fees if any) and remuneration last drawn	Remuneration as disclosed in report on Corporate Governance forming part of the Annual Report	Sitting fees as disclosed in report on Corporate Governance.
Date of first appointment on the Board	07 th June, 2019	20 th February, 2023
Shareholding in the Company including shareholding as a beneficial owner as on date of Notice	7,10,000 Equity shares (0.52%)	-
Relationship with other Directors / Key Managerial Personnel	Son of Dr. A. Indra Kumar and Brother of Sri A. Nikhilesh Chowdary	-
Number of meetings of the Board attended during the financial year	4	4
Directorships in other listed entities	-	Thai Union Feedmill PCL



Name of the Director (s)	Sri A. Venkata Sanjeev	Mr. Peerasak Boonmechote
Directorships in listed entities from which the director has resigned in the past three years	-	-
Membership / Chairmanship of the Committees of the Board of other entities	-	Member of Executive Committee of Thai Union Feedmill PCL

Re-appointment / Appointment of Directors:

Name of the Director(s)	Sri V. Narsi Reddy	Sri Alluri Nikhilesh Chowdary
Director Identification No.	08685359	07717702
Age (Years)	66	32
Qualification	M.Sc (Agriculture) and CAIIB.	Under Graduation: Industrial Engineering, Purdue University, USA (2011-15) MBA: INSEAD University, France (2023)
Experience / Expertise Skills & capabilities	Sri V. Narsi Reddy brings in 34+ years of experience as a Banker. He worked with State Bank of India (SBI) in various capacities. He was the General Manager for the Internal Audit Operations at SBI. He is expert in Business Acquisition Policies, Branch Operations, Resource Management, Credit Risk Portfolio Management, Sales Operations and Investment Management. He also served as the Chairman of Andhra Pradesh Grameen Vikas Bank and headed the bank in becoming the top Grameen Bank across India. He is responsible for implementation of policies on business acquisition, resource allocation, asset liability management and trading in Securities.	Sri Nikhilesh worked for Thai Union Group from 2015-2017 in a management associate role. In the role, he underwent extensive On The Job training at the shrimp processing unit, feed mill and hatchery followed by the corporate functions of Group Finance and Strategy. In 2017, Nikhilesh joined Avanti Frozen Foods as a business development manager overseeing the business unit. He has been the Executive Director since 2018 at Avanti Frozen. At Avanti Frozen, Sri Nikhilesh oversaw the revenue build up from \$35 Million to \$135 Million in FY 2025. Under his leadership the business diversified the product range from Raw products to cooked and value added products enabling to enter premium markets. He has also helped to penetrate new customers in key markets like USA, Europe, Canada and Japan. Today, Avanti Frozen is amongst the largest seafood export houses in the country.
Terms and Conditions of appointment	Non-Executive Independent Director, not liable to retire by rotation	Non-Executive, Non- Independent Director, liable to retire by rotation
Remuneration proposed to be paid (including sitting fees if any) and remuneration last drawn	Sitting fees and Commission as approved by the Board and Shareholders	Sitting fees and Commission as approved by the Board and Shareholders.



Name of the Director(s)	Sri V. Narsi Reddy	Sri Alluri Nikhilesh Chowdary
Date of first appointment on the Board	12 th Nov, 2020	28 th May, 2025
Relationship with other Directors / Key Managerial Personnel	Not related to any Director/ Key Managerial Personnel	Son of Dr. A. Indra Kumar, Chairman & Managing Director and Brother of Sri A. Venkata Sanjeev, Executive Director
Shareholding in the Company including shareholding as a beneficial owner as on date of Notice	-	6,91,650 Equity Shares of ₹1 each (0.51%)
Number of meetings of the Board attended during the financial year	4	-
Directorships in other listed entities	-	-
Directorships in listed entities from which the director has resigned in the past three years	-	-
Membership / Chairmanship of the Committees of the Board of other entities	Chairman of 1. Information and Communication Technology Committee; 2. Credit Committee; 3. Risk Management Committee. Member of 1. Executive Committee; 2. Audit Committee; and 3. Human Resource Committee of Krishna Bhima Samruddhi Local Area Bank Limited	-

Name of the Director(s)	Sri Raghunath Vemali
Director Identification No.	10405110
Age (Years)	54
Qualification	B. Tech
Experience / Expertise Skills & capabilities	<p>Sri Raghunath brings in 3 decades of experience in Taxation and Administration. He started as a Commercial Tax Officer from the 1997 batch of Group - 1 Services of erstwhile Andhra Pradesh. He is a Bachelor of Engineering (Mechanical) from Andhra University. He has worked in various capacities as Assistant Commissioner, Deputy Commissioner and Joint Commissioner in the Commercial Taxes department. He has been awarded for his meritorious services by the Government of Andhra Pradesh. He headed the Data Analytics Unit and developed the Return Scrutiny Tool and GST Mitra Portal. He has also served as an Executive Director of the Andhra Pradesh Industrial Infrastructure Corporate. Currently he is serving as the Vice Chairman and Managing Director of the Andhra Pradesh Industrial Development Corporation (APIDC).</p>



Name of the Director(s)	Sri Raghunath Vemali
Terms and Conditions of appointment	Nominee Director, not liable to retire by rotation
Remuneration proposed to be paid (including sitting fees if any) and remuneration last drawn	Sitting fees and Commission as approved by the Board and Shareholders
Date of first appointment on the Board	28 th May, 2025
Relationship with other Directors / Key Managerial Personnel	Not related to any Director/ Key Managerial Personnel.
Shareholding in the Company including shareholding as a beneficial owner as on date of Notice	-
Number of meetings of the Board attended during the financial year	1
Directorships in other listed entities	Andhra Petrochemicals Limited
Directorships in listed entities from which the director has resigned in the past three years	Southern Magnesium and Chemicals Limited
Membership / Chairmanship of the Committees of the Board of other entities	-

By Order of the Board
For **AVANTI FEEDS LIMITED**

A. Indra Kumar
Chairman & Managing Director
DIN: 00190168

Place : Hyderabad
Date : 28th May, 2025