
NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting (“**EGM**”) of the members of Bharat Rasayan Limited (“**the Company**”) will be held on Wednesday, November 19, 2025 at 11:00 A.M. at Hotel Golden Grand, W-1/10, West Patel Nagar, New Delhi – 110008, to transact the following business:

SPECIAL BUSINESS:**ITEM NO. 1: SUB-DIVISION / SPLIT OF FACE VALUE OF EQUITY SHARES OF THE COMPANY FROM ₹ 10/- (RUPEES TEN ONLY) EACH TO ₹ 5/- (RUPEES FIVE ONLY) EACH**

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

“RESOLVED THAT pursuant to provisions of Section 61(1)(d), 64 and all other applicable provisions of the Companies Act, 2013 (hereinafter referred to as “**the Act**”), the Companies (Share Capital and Debentures) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Hereinafter referred as “**Listing regulations**”) [including any statutory modification(s), notifications, circulars issued thereunder or re-enactment(s) thereof for the time being in force], in accordance with the provisions of Memorandum of Association & Articles of Associations of the Company, subject to such permissions, consents and approvals as may be required from concerned statutory authorities, the consent of the members of the Company be and is hereby accorded to the Board for sub-division of 1 (One) Equity Share of the Company having a face value of ₹ 10/- (Rupees Ten Only) each fully paid up into 2 (Two) Equity Shares having a face value of ₹ 5/- (Rupees Five Only) each fully paid up, with effect from such date as may be fixed for this purpose (hereinafter referred to as “**Record Date**”) by the Board of Directors of the Company (hereinafter referred as the “**Board**” which term shall be deemed to include any committee thereof for the time being exercising the powers conferred by the Board).

RESOLVED FURTHER THAT pursuant to the sub-division of equity shares of the Company, the Authorized, Issued, Subscribed, and Paid-up Equity Share Capital of 1 (One) Equity Share of the face value of ₹ 10/- (Rupees Ten only) each shall stand sub-divided into 2 (Two) Equity share(s) having a face value of ₹ 5/- (Rupees Five only) each, existing on the Record Date and shall rank pari-passu in all respects with each other.

RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded to the Board to alter and substitute, the existing Clause V of the Memorandum of Association of the Company relating to the Capital, with the following new Clause V:

V. “The Authorized Share Capital of the Company is ₹ 20,00,00,000/- (Rupees Twenty Crore only), divided into 4,00,00,000 (Four Crore) Equity Shares of face value of ₹ 5/- (Rupees Five only) each.”

RESOLVED FURTHER THAT upon sub-division/ Split of Equity Shares as aforesaid:

- For the equity shares held in physical form, the existing share certificate(s) in relation to the said equity shares, shall be deemed to have been automatically cancelled and shall be of no effect and the Board, without requiring the members to surrender their existing equity share certificate(s) of the Company, shall issue and dispatch new share certificate(s) of the Company, in lieu thereof, subject to the provisions of the Companies (Share Capital and Debentures) Rules, 2014; and
- For the equity shares held in dematerialized form, the sub-divided equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the members held with their depository participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s) before sub-division.

RESOLVED FURTHER THAT the sub-division/ split of equity shares shall be subject to the terms and conditions contained in Memorandum of Association and Articles of Association of the Company

RESOLVED FURTHER THAT for the purpose of this resolution Sh. Sat Narain Gupta, Chairman and Managing Director, Sh. Rajender Prasad Gupta, Executive Director and Ms. Nikita Chadha, Company Secretary of the company, be and are hereby severally authorized to perform and execute all such acts,

matters, deeds and things as it may consider necessary, expedient, usual or proper to give effect to the resolutions, including but not limited to filing of necessary forms/documents/returns with the Registrar of Companies, SEBI, Stock Exchanges, RBI, NSDL, CDSL, R&TA of the Company and/ or any other authorities and to deposit requisite amount(s)/fees with said authority(ies) or any other authorities and to comply with all other requirements in this regard and for any matters connected herewith or incidental hereto.”

ITEM NO. 2: ISSUE OF BONUS EQUITY SHARES TO THE SHAREHOLDERS 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 63 and other provisions of the Companies Act, 2013 and Rules made thereunder, Article No. 98 of the Articles of Association and in accordance with the Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**“SEBI ICDR Regulations”**), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“Listing regulations”**), Foreign Exchange and Management Act, 1999 (**“FEMA”**), and all other applicable provisions, circulars, regulations and guidelines issued from time to time by the Securities and Exchange Board of India (SEBI), Reserve Bank of India (RBI) and other statutory authorities and subject to such consents and approvals as may be required from the appropriate authorities and subject to such terms and modifications as may be specified while according such approvals, and pursuant to the recommendation of the Board of Directors of the Company (including any Committee duly constituted by the Board or any authority as may be approved by the Board for the time being exercising the powers conferred on the Board), approval of Shareholders of the Company, be and is hereby accorded to capitalize a sum of ₹4,15,52,680/- (Rupees Four Crore Fifteen Lakh Fifty-Two Thousand Six Hundred Eighty Only) standing to the credit of Free Reserves and Capital Redemption Reserve and/or any other permitted reserves/ surplus of the Company, as may be considered appropriate for the purpose of issue of bonus equity shares and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of up to 83,10,536 (Eighty Three Lakh Ten Thousand Five Hundred and Thirty Six) Equity Shares of face value of ₹ 5/- each, as fully paid-up bonus shares, to the eligible Members of the Company, whose names appear in the Register of Members/Beneficial Owners’ position of the Company on such date (**“Record Date”**) as may be fixed by the Company, in the proportion of 1 new bonus equity share(s) of ₹ 5/- each for 1 equity share(s) of ₹ 5/- each held as on the Record Date and that the new bonus shares so issued and allotted shall be treated for all purposes as an increase of the nominal amount of the equity share capital of the Company held by each of such member(s) and not as income.

“RESOLVED FURTHER THAT the new equity shares of face value of ₹ 5/- each to be issued and allotted as bonus shares shall be subject to the provisions of the Memorandum & Articles of Association of the Company and shall rank pari-passu in all respects and carry the same rights as the existing fully paid equity shares of the Company.

“RESOLVED FURTHER THAT the allotment of the new bonus equity shares to the extent that they relate to Non-Resident members, Foreign Portfolio Investors (FPIs), Persons of Indian Origin (PIO), Overseas Corporate Bodies (OCBs) and other foreign investors of the Company, shall be subject to the approval, if any, of the Reserve Bank of India under the FEMA and other applicable rules/regulations/ guidelines issued/amended by RBI from time to time, in this regard.

“RESOLVED FURTHER THAT pursuant to the SEBI ICDR Regulations, 2018 and Listing Regulations, 2015, the allotment of shares in bonus issue shall be made only in dematerialized form and thus, in case of members who hold equity shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participant(s) and in the case of Members who hold equity shares in physical form, the bonus equity shares shall be transferred to the Suspense Account opened in this regard, within such time as prescribed by law and the relevant authorities, subject to guidelines issued by SEBI in this regard and accordingly, no letter of allotment shall be issued to the allottees of newly issued Bonus shares.

“RESOLVED FURTHER THAT approval be and is hereby accorded for listing of the bonus shares at National Stock Exchange of India Limited (the **“Stock Exchange”**) as per the statutory guidelines / regulations prescribed by SEBI and any other regulatory authority.”

“RESOLVED FURTHER THAT for the purpose of this resolution Sh. Sat Narain Gupta, Chairman and Managing Director, Sh. Rajender Prasad Gupta, Executive Director and Nikita Chadha, Company Secretary

& Compliance Officer of the company, be and are hereby severally authorized to perform and execute all such acts, matters, deeds and things as it may consider necessary, expedient, usual or proper to give effect to the resolutions, including but not limited to filing of necessary forms/documents/returns with the Registrar of Companies, SEBI, Stock Exchanges, RBI, NSDL, CDSL, R&TA of the Company and/ or any other authorities and to deposit requisite amount(s)/fees with said authority(ies) or any other authorities and to comply with all other requirements in this regard and for any matters connected herewith or incidental hereto.”

Regd. Office:

1501, Vikram Tower,
Rajendra Place,
New Delhi - 110008
CIN: L24119DL1989PLC036264
NEW DELHI,
OCTOBER 24, 2025

By Order of the Board of Directors
For BHARAT RASAYAN LIMITED

Sd/-

NIKITA CHADHA

Company Secretary & Compliance Officer
Membership No.: F10121

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of matters covered is annexed hereto.
2. **A member entitled to attend and vote at the Extraordinary General Meeting ("the Meeting") is entitled to appoint a proxy to attend the meeting and vote on a poll, if any, instead of himself/herself and the proxy need not be a member of the Company. Proxy Form duly filled must reach the registered office of the Company not less than forty-eight hours before the meeting. A blank Proxy Form is annexed to this Notice.** A person shall not act as a Proxy for more than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than ten percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. The Register of Members and Share Transfer Books shall remain closed from Thursday, November 13, 2025 to Wednesday, November 19, 2025 (both days inclusive) [Cut-off date – November 12, 2025].

The Company has fixed October 24, 2025, i.e. the Notice of EGM will be sent to those shareholders whose name appeared in the Register of Members as on said date. Any person who acquires shares after the above said date but before the cut-off date i.e., November 12, 2025 may obtain the relevant details from the Company's RTA i.e M/s. MUFG Intime India Private Limited.

Record Date: November 12, 2025 (to determine the no. of shareholders entitled for e-voting and to attend and vote at the EGM)

5. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the EGM.
6. The soft copy of Notice of EGM, Notice of e-Voting etc. are being sent to the members who have registered their email-ids with their depository participant/ Company's Registrar and Transfer Agent (RTA). Members are requested to update their preferred e-mail ids with the Company / Depository Participants / RTA which will be used for the purpose of sending the communications in future.
7. In terms of the MCA Circulars, the EGM Notice will be available on the Company's website (www.bharatgroup.co.in); National Stock Exchange of India Limited (www.nseindia.com); and National Securities Depository Limited ("NSDL") (www.evoting.nsdl.com).
8. For convenience of Members, an Attendance Slip is annexed to the Proxy Form. Members/ Proxies are requested to affix their signatures at the space provided therein and thereafter handover the Attendance Slip at the venue of the meeting. The Proxy of a Member should mark on the Attendance Slip as "Proxy".
9. **Dematerialization of Shares:** SEBI has mandated the Listed Companies to process service requests[#] for issue of securities in dematerialized form only, subject to folio being KYC compliant. Accordingly, Members are requested to submit duly filled and signed Form ISR-4. The Form is available on website of Company at https://bharatgroup.co.in/bharat-rasayan/images/KYC_Update-BRL.pdf and RTA at <https://web.in.mpms.mufg.com/KYC-downloads.html> [SEBI Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024]. Transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company/RTA for assistance in this regard. [Regulation 40(1) of the SEBI Listing Regulations]

[#]Request for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

10. For the security and safety of the members, no article/baggage including water bottles and tiffin boxes will be allowed at the venue of the meeting. The shareholders/attendees are requested not to bring any article/baggage etc. at the venue of the EGM.
11. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders as on the record date and in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its rights to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
12. The shareholders can opt for only one mode of voting i.e. through e-voting or through physical polling at the meeting. In case of voting by both the modes, vote casted through e-Voting will be considered final and voting through physical ballot will be considered invalid.
13. Members may note that no letter of allotment shall be issued in respect of the bonus equity shares. Further, in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR"), the bonus equity shares to be allotted shall be credited only in dematerialised form to the beneficiary accounts of the members with their respective Depository Participant(s). In case of members who hold equity shares in physical form, the bonus equity shares shall be credited to a separate suspense escrow demat account until these shares are credited by the Company in dematerialised form to the beneficiary accounts of such members with their respective Depository Participant(s), subject to the Act, SEBI LODR, SEBI ICDR or any other applicable laws, regulations, rules and guidelines as may be issued by MCA, SEBI or any other authority in this regard. Such members are advised to submit their KYC details and information related to their demat account with a Depository Participant to the Company/ its Registrar and Transfer Agent ("RTA") by 19th November, 2025, complete in all respects. Please note that the voting rights of such bonus equity shares held in the suspense escrow demat account shall remain frozen.
14. The shareholders are requested to communicate all their correspondence to:
The Compliance Officer,
Bharat Rasayan Limited,
1501, Vikram Tower, Rajendra Place, New Delhi-110008
Ph. No.: +91-11-43661111, Fax No.: +91-11-43661100

EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (including any re-enactment(s) made thereunder, if any, for the time being in force) (hereinafter referred to as the “**Companies Act**”), the following explanatory statements sets out all material facts relating to all the special business mentioned under Item No. 1 & 2 of the accompanying Notice.

Item No. 1: Sub-Division/ Split of face value of Equity Shares of the Company from ₹ 10/- (Rupees Ten Only) each to ₹ 5/- (Rupees Five Only) each

With a view to encourage wider participation of small investors and to enhance the liquidity of the Company's equity shares at the Capital Market, the Board of Directors at its meeting held on Friday, October 24, 2025, has considered, and recommended the sub-division of 1 (One) Equity Share of the Company of the face value of ₹ 10/- (Rupees Ten only) each into 2 (Two) Equity Shares of the Company of face value of ₹ 5/- (Rupee Five Only) each fully paid up subject to the approval of the Members and other statutory and regulatory approvals, as applicable.

Presently, the Authorized Share Capital of the Company is ₹ 20,00,00,000/- divided into 2,00,00,000 Equity Shares of ₹ 10/- each and the paid-up equity share capital of the Company is ₹ 4,15,52,680/- divided into 41,55,268 Equity Shares of ₹ 10/- each fully paid-up.

The sub-division as aforesaid would also require consequential amendments to the existing Clause V of the Memorandum of Association (“**MOA**”) of the Company as set out in Item No. 1 of the Notice to reflect the change in face value of each Equity Share of the Company from existing ₹ 10/- (Rupees Ten Only) each to proposed ₹ 5/- each (Rupee Five Only) each. As per the provision of Section 13 and Section 61 of the Companies Act, 2013, any alteration in the Capital clause of MOA of the Company shall be effected only after the approval of the Members by passing an Ordinary Resolution.

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

Accordingly, the Board recommends the resolutions set forth in Item No. 1 of this Notice for the approval of the Members as an Ordinary Resolution.

Item No. 2: Issue of Bonus Equity Shares to the Shareholders of the Company

With a view to share prosperity with the shareholders, expand the retail shareholders base and increasing liquidity of the equity shares of the Company, the Board of Directors at their meeting held on Friday, October 24, 2025, have recommended the issue of bonus shares in the proportion of 1:1 i.e. 1 (One) new fully paid up bonus equity share of ₹ 5/- each for every 1 (One) existing fully paid up equity share of ₹ 5/- each of the Company held by the members of the Company as on the Record Date, as may be fixed by the Company, by capitalization of a sum of ₹ 4,15,52,680/- standing to the credit of Free Reserves and Capital Redemption Reserve and/or any other permitted reserves/ surplus of the Company as may be considered appropriate for the purpose of issue of bonus equity shares and that the said amount be transferred to the Share Capital Account and be applied for issue and allotment of up to 83,10,536 fully paid-up equity shares of ₹ 5/- each as bonus shares.

Consequently, the paid-up equity share capital of the Company would increase to ₹ 8,31,05,360/- (Rupees Eight Crore Thirty-One Lakh Five Thousand Three Hundred Sixty Only) consisting of 1,66,21,072 (One Crore Sixty-Six Lakh Twenty-One Thousand and Seventy-Two) Equity Shares of ₹ 5/- each.

The Articles of Association of the Company authorize the Company to issue bonus shares by the capitalization of reserves & surplus held in the Company.

The issue of bonus shares, if approved by the shareholders, will be made in line with the provisions of Section 63 of the Companies Act, 2013, SEBI Listing Regulations, SEBI ICDR Regulations or any other statutory provisions for the time being in force and subject to consents and approvals as may be required from the appropriate authorities.

Pursuant to SEBI ICDR Regulations and SEBI Listing Regulations, the allotment of shares in bonus issue shall be made only in dematerialized form and thus, in case of members who hold equity shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participant(s) and in the case of Members who hold equity shares in physical form, the bonus equity shares shall be transferred to the Demat Suspense Account opened in this regard, within such time as prescribed by law and the relevant authorities, subject to guidelines issued by SEBI in this regard. No letter of allotment shall be issued to the allottees of newly issued Bonus shares.

The new equity shares of ₹ 5/- each to be issued and allotted as bonus shares shall be subject to the provisions of the Memorandum & Articles of Association of the Company and shall rank pari-passu in all respects and carry the same rights as the existing fully paid equity shares of the Company.

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

The Board recommends the resolutions set forth in Item No. 2 of this Notice for the approval of the Members as an Ordinary Resolution.

Regd. Office:

1501, Vikram Tower,
Rajendra Place,
New Delhi - 110008
CIN: L24119DL1989PLC036264
NEW DELHI,
OCTOBER 24, 2025

By Order of the Board of Directors
For BHARAT RASAYAN LIMITED

Sd/-
NIKITA CHADHA
Company Secretary & Compliance Officer
Membership No.: F10121

INSTRUCTIONS FOR REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to offer remote e-voting facility as an alternative mode of voting which will enable the Members to cast their votes through electronic means on all the resolutions set out in the Notice of Extraordinary General Meeting. Necessary arrangements have been made by the Company with National Securities Depository Limited (NSDL) to facilitate e-voting.

The Instructions for Members for Remote e-Voting are as under:

The remote e-voting period begins on Sunday, the 16th day of November, 2025 at 9:30 A.M. and ends on Tuesday, the 18th day of November, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. 12th November, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 12th November, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting System

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email-Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

i) Individual shareholders holding securities in demat mode with NSDL

1. For OTP based login you can click on <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>. You will have to enter your 8-digit DP-Id, 8-digit Client-Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
2. Existing **IDeAS** user can visit the e-Services website of NSDL viz. <https://eservices.nsdl.com> either on a Personal Computer or on a Mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on Company Name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select **"Register Online for IDeAS Portal"** or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>.

3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: **https://www.evoting.nsdl.com/** either on a Personal Computer or on a Mobile. Once the home page of e-Voting system is launched, click on the icon "**Login**" which is available under '**Shareholder/Member**' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e- Voting page. Click on Company Name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



ii) Individual shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website **www.cdslindia.com** and click on login icon and New System Myeasi Tab and then use your existing my easi username and password.
2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website **www.cdslindia.com** and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on **www.cdslindia.com** home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

iii) Individual shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company Name or e-Voting service provider, i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
Individual shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-48867000.
Individual shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: **https://www.evoting.nsdl.com/** either on a Personal Computer or on a Mobile.
2. Once the home page of e-Voting system is launched, click on the icon "**Login**" which is available under '**Shareholder/Member**' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at **https://eservices.nsdl.com/** with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on **e-Voting** and you can proceed to Step 2, i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) **How to retrieve your 'initial password'?**
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account,

last 8-digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on **www.evoting.nsdl.com**.
 - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on **www.evoting.nsdl.com**.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at **evoting@nsdl.com** mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting System

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to **csanilanand96@gmail.com** with a copy marked to **evoting@nsdl.com**. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/Password?"** or **"Physical User Reset Password?"** option available on **www.evoting.nsdl.com** to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the download section of **www.evoting.nsdl.com** or call on 022-48867000 or send a request to **Ms. Pallavi Mhatre, Sr. Manager**, National Securities Depository Limited, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla

Complex, Bandra East, Mumbai, Maharashtra-400041, at the designated email address evoting@nsdl.com or at telephone no. **022-48867000**.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e-voting for the resolutions set out in this notice.

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to investors.brl@bharatgroup.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN Card), AADHAAR (self-attested scanned copy of Aadhaar Card) to investors.brl@bharatgroup.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively shareholders/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account access e-Voting facility.

Regd. Office:

1501, Vikram Tower,
Rajendra Place,
New Delhi - 110008
CIN: L24119DL1989PLC036264
NEW DELHI,
OCTOBER 24, 2025

By Order of the Board of Directors
For BHARAT RASAYAN LIMITED

Sd/-
NIKITA CHADHA
Company Secretary & Compliance Officer
Membership No.: F10121

Bharat RASAYAN LIMITED

Regd. Office : 1501, Vikram Tower, Rajendra Place, New Delhi - 110 008

Phone No. : 011-43661111, **Fax No. :** 011-43661100

Email-ID : investors.brl@bharatgroup.co.in, **Website :** www.bharatgroup.co.in

CIN : L24119DL1989PLC036264

PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and
Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s)	
Registered Address	
E-mail ID	
Folio No./DP ID & Client ID	

I/We, being the member(s) of _____ shares of the above named Company, hereby appoint:

- Name : _____ Address: _____
E-mail ID: _____ Signature: _____ or failing him/her
- Name : _____ Address: _____
E-mail ID: _____ Signature: _____ or failing him/her
- Name : _____ Address: _____
E-mail ID: _____ Signature: _____ or failing him/her

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Wednesday, the 19th day of November, 2025 at 11:00 A.M. at Hotel Golden Grand, W-1/10, West Patel Nagar, New Delhi-110008, and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Description	No. of Shares held by me/us	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
SPECIAL BUSINESS				
1.	Sub-division / split of face value of equity shares of the Company from ₹ 10/- (Rupees Ten only) each to ₹ 5/- (Rupees Five only) each			
2.	Issue of Bonus Equity Shares to the shareholders of the Company			

Signed thisday of2025.

Please
affix
Revenue
Stamp

(Signature of the shareholder)

Signature of Proxy holder(s)

Notes:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- It is optional to indicate your preference. If you leave the FOR/AGAINST column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he or she may deem appropriate.

Bharat RASAYAN LIMITED

Regd. Office : 1501, Vikram Tower, Rajendra Place, New Delhi - 110 008
Phone No. : 011-43661111, **Fax No. :** 011-43661100
Email-ID : investors.brl@bharatgroup.co.in, **Website :** www.bharatgroup.co.in
CIN : L24119DL1989PLC036264

ATTENDANCE SHEET

EXTRAORDINARY GENERAL MEETING

WEDNESDAY, 19th NOVEMBER, 2025, AT 11:00 A.M. AT

HOTEL GOLDEN GRAND

W-1/10, West Patel Nagar, New Delhi-110008

Name of the Shareholder / Proxy	
Folio No./DP ID & Client ID	
Address	
E-mail ID	

I/ We hereby record my / our presence at the Extraordinary General Meeting of the Company.

Place :

Dated :

**(Signature of the shareholder/proxy*
to be signed at the attendance counter)**

*Delete whichever is not applicable

Note : Please complete this Attendance Slip and handover at the entrance gate. Only Members or their Proxies are entitled to be present at the Meeting.

