

April 29, 2026

To,
BSE Limited (BSE)
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

To,
National Stock Exchange of India Ltd (NSE)
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai – 400051

BSE Script Code: 522257

NSE Symbol: RAJOOENG

Subject: Intimation regarding Notice of Postal Ballot dated April 28, 2026
Reference: Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/ Madam,

With reference to captioned subject and pursuant to Regulation 30 read with Schedule III of SEBI Listing Regulations, we hereby enclose the Notice dated April 28, 2026 of Postal Ballot along with explanatory statement for seeking approval of Members through electronic voting (remote e-voting) in relation to following special business:

Sl. No.	Particulars	Type of Resolution
1	Re-appointment of Mr. Rajesh N. Doshi as Chairman & Executive Director of the Company	Special Resolution
2	Re-appointment of Ms. Khushboo C. Doshi as Managing Director of the Company	Special Resolution
3	Re-appointment of Mr. Utsav K. Doshi as Joint Managing Director of the Company	Special Resolution

In compliance with Regulation 44 of the SEBI Listing Regulations and provisions of Sections 108 and 110 of the Act, the manner of voting on the proposed resolutions is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to the Postal Ballot Notice.

Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company' Registrar and Share Transfer Agent, viz., MUG Intime India Private Limited (the “RTA”)/ Depositories as on Friday, April 24, 2026 (“Cut-off Date”) and the hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and the shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The Company has engaged NSDL for facilitating remote e-voting to enable the Members to cast their votes electronically for this Postal Ballot.



Rajoo Engineers Limited

Regd. Office : Rajoo Avenue Survey No. 210, Plot No.1, Industrial Area, Veraval (Shapar) Dist-Rajkot - 360 024, Gujarat - India.

+91-97129-62704/52701/32706

+91-90990 96292

rel@rajoo.com

www.rajoo.com

CIN : L27100GJ1986PLC009212 GSTN : 24AABCR3204M1ZL



The remote e-voting shall commence on **Thursday, April 30, 2026, at 09:00 a.m. (IST)** and shall end on **Friday, May 29, 2026, at 05:00 p.m. (IST)**. During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote(s) electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.

You are requested to take the above information on your record.

Thanking You.

Yours faithfully,
For, **RAJOO ENGINEERS LIMITED**

Nikhil Gajjar
Company Secretary & Compliance Officer

Encl.: Notice of Postal Ballot



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Dist. Rajkot-360024 Phone: +91-97129-62704 / 52701/ 32706,
Email: compliances@rajoo.com, **Web :** www.rajoo.com
CIN : L27100GJ1986PLC009212



Notice of Postal Ballot

Dear Members,

NOTICE is hereby given to the shareholders of Rajoo Engineers Limited (the “**Company**”) pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions of the Companies Act, 2013, as amended (the “**Act**”), read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended (the “**Management Rules**”), General Circular Nos. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India read with previous circulars issued by MCA in this regard (the “**MCA Circulars**”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“**SS-2**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**SEBI Listing Regulations**”) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), for seeking approval of the shareholders for matter as considered in the Resolutions appended below through postal ballot (“**Postal Ballot**”) by way of remote e-voting only.

In terms of the MCA Circulars and in compliance with Regulation 44 of the SEBI Listing Regulations and provisions of Sections 108 and 110 of the Act, the manner of voting on the proposed resolutions is restricted only to e-voting, i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to this Postal Ballot Notice.

In compliance with requirements of the MCA Circulars, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company’ Registrar and Share Transfer Agent, viz., MUFG Intime India Private Limited (the “**RTA**”)/ Depositories and the hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot and the shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company recommends approval of the shareholders for the Resolutions appended below. The Explanatory Statement pursuant to Section 102 of the Act pertaining to the said Resolutions setting out material facts and the reasons for the Resolutions is annexed hereto.

1. Re-appointment of Mr. Rajesh N. Doshi as Chairman & Executive Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] (the “SEBI Listing Regulations”), and subject to the Articles of Association of the Company, the approval of the members be and is hereby accorded to re-appoint Mr. Rajesh N. Doshi (DIN: 00026140) as the Chairman and Executive Director of the Company, belonging to the Promoter Category, for a period of 5 (five) years from the expiry of his present term of office, i.e., with effect from June 01, 2026, liable to retire by rotation;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and 198 of the Act read with Schedule V thereto and Regulation 17(6)(e) of SEBI Listing Regulations, approval of the members be and is hereby accorded for payment of remuneration to Mr. Rajesh N. Doshi during his said tenure, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, as set out in the Explanatory Statement annexed to this Postal Ballot Notice, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, such remuneration may exceed the limits as prescribed under section 197 of the Act read with Regulation 17(6)(e) of SEBI Listing Regulations, provided that the aggregate remuneration payable to all Directors and Managerial Personnel shall remain within the overall limit of 21% of the net profits of the Company, as approved by the members at the Thirty-Eighth Annual General Meeting held on September 27, 2025;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and in such manner as may be agreed to between the Board of Directors and Mr. Rajesh N. Doshi within the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

2. Re-appointment of Ms. Khushboo C. Doshi as Managing Director of the Company

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

“RESOLVED THAT pursuant to the provisions of sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] (the “SEBI Listing Regulations”), and subject to the Articles of Association of the Company, the approval of the members be and is hereby accorded to re-appoint Ms. Khushboo C. Doshi (DIN: 00025581) as the Managing Director of the Company, belonging to the Promoter Category, for a period of 5 (five) years from the expiry of her present term of office, i.e., with effect from June 01, 2026, liable to retire by rotation;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and 198 of the Act read with Schedule V thereto and Regulation 17(6)(e) of SEBI Listing Regulations, approval of the members be and is hereby accorded for payment of remuneration to Ms. Khushboo C. Doshi during her said tenure, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, as set out in the Explanatory Statement annexed to this Postal Ballot Notice, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, such remuneration may exceed the limits as prescribed under section 197 of the Act read with Regulation 17(6)(e) of SEBI Listing Regulations, provided that the aggregate remuneration payable to all Directors and Managerial Personnel shall remain within the overall limit of 21% of the net profits of the Company, as approved by the members at the Thirty-Eighth Annual General Meeting held on September 27, 2025;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and in such manner as may be agreed to between the Board of Directors and Ms. Khushboo C. Doshi within the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

3. Re-appointment of Mr. Utsav K. Doshi as Joint Managing Director of the Company

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

“**RESOLVED THAT** pursuant to the provisions of sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] (the “SEBI Listing Regulations”), and subject to the Articles of Association of the Company, the approval of the members be and is hereby accorded to re-appoint Mr. Utsav K. Doshi (DIN: 00174486) as the Joint Managing Director of the Company, belonging to the Promoter Category, for a period of 5 (five) years from the expiry of his present term of office, i.e., with effect from June 01, 2026, liable to retire by rotation;

RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and 198 of the Act read with Schedule V thereto and Regulation 17(6)(e) of SEBI Listing Regulations, approval of the members be and is hereby accorded for payment of remuneration to Mr. Utsav K. Doshi during his said tenure, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, as set out in the Explanatory Statement annexed to this Postal Ballot Notice, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, such remuneration may exceed the limits as prescribed under section 197 of the Act read with Regulation 17(6)(e) of SEBI Listing Regulations, provided that the aggregate remuneration payable to all Directors and Managerial Personnel shall remain within the overall limit of 21% of the net profits of the Company, as approved by the members at the Thirty-Eighth Annual General Meeting held on September 27, 2025;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and in such manner as may be agreed to between the Board of Directors and Mr. Utsav K. Doshi within the limits prescribed under the applicable provisions of the Act and SEBI Listing Regulations;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

For, **Rajoo Engineers Limited**

Place: Veraval (Shapar)

Date: April 28, 2026

Rajesh N. Doshi
Chairman & Director
DIN: 00026140

NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”), setting out all material facts relating to the resolutions contained in this Notice is appended herein below for information and consideration of Members and the same should be considered as part of this Notice.
2. Relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement are open for inspection by the Members at the Registered Office of the Company during business hours on all working days, until the last date of remote e-voting.
3. This Postal Ballot Notice is being sent to the members whose names appear on the register of members/ list of beneficial owners and whose email address is registered with the Company’s RTA/ depository participant(s), as on **Friday, April 24, 2026 (“Cut-off Date”)**. A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. This Notice is also available at the Company’s website: <https://www.rajoo.com/> and the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL at <https://www.evoting.nsdl.com>.
4. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-Voting is mentioned in note no. 10 of this Notice.
5. The Company has engaged NSDL for facilitating remote e-voting to enable the Members to cast their votes electronically for this Postal Ballot.
6. The remote e-Voting shall commence on **Thursday, April 30, 2026, at 09:00 a.m. (IST)** and shall end on **Friday, May 29, 2026, at 05:00 p.m. (IST)**. During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote(s) electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.
7. The Board of Directors has appointed CS Janvi N Davda, Practicing Company Secretary (Membership No. F13895, CP No. 28288) as the Scrutinizer, for conducting the Postal Ballot process in a fair and transparent manner.
8. The Scrutinizer will submit her report to the Chairman or any other person authorized by the Chairman after the completion of scrutiny of the e-voting, and the result of the e-voting by Postal Ballot will be announced not later than 48 hours from the conclusion of e-voting and will also be displayed on the Company website <https://www.rajoo.com/>, on the website of NSDL www.evoting.nsdl.com, and communicated to Stock Exchanges at www.bseindia.com and www.nseindia.com.
9. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e., **Friday, May 29, 2026**. Further, resolutions passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
10. Process to cast votes through remote e-Voting:





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:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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.nsd.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">   </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 & New System Myeasi Tab and then user your existing my easi username & password. 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. 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. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on

	www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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 abovementioned 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.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
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 22 55 33

B. Login Method 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 eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices 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 is:
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***
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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.co.in 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.
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 csjanvidavda@gmail.com with a copy marked to evoting@nsdl.co.in. 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 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail 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), AADHAR (self-attested scanned copy of Aadhar Card) by email to (Company email id).
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), AADHAR (self-attested scanned copy of Aadhar Card) to (Company email id). If you are an Individual shareholders 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 shareholder/members may send a request to evoting@nsdl.co.in 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 in order to access e-Voting facility.

For, **Rajoo Engineers Limited**

Place: Veraval (Shapar)

Date: April 28, 2026

Rajesh N. Doshi
Chairman & Director
DIN: 00026140

Explanatory Statement pursuant to section 102(2) and 110 of the Companies Act, 2013 and other applicable laws

Item No. 1

Mr. Rajesh N. Doshi (DIN: 00026140) was appointed as Chairman & Executive Director by the Board of Directors, subject to approval of members, at their meeting held on 5th June, 2021 from the erstwhile position of Chairman & Managing Director, for a period of five years with effect from June 01, 2021 to May 31, 2026. Subsequently, his appointment and terms of remuneration was approved by the members at the Thirty-Fourth Annual General Meeting held on September 25, 2021.

The Board of Directors of the Company, at its meeting held on April 28, 2026, subject to the approval of members, approved the re-appointment of Mr. Rajesh N. Doshi (DIN: 00026140) as the Chairman and Executive Director of the Company, belonging to the Promoter Category, for a period of 5 (five) years from the expiry of his present term, i.e., with effect from June 01, 2026, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board ("NRC").

The Members of the Company at the Thirty-Eighth Annual General Meeting held on September 27, 2025 had approved the overall limits of managerial remuneration payable by the Company up to 21% of the net profits of the Company in terms of Section 197 of the Companies Act, 2013 ("the Act").

The Audit Committee has approved the terms and conditions of his re-appointment including remuneration as it is a related party transaction.

The key terms and conditions of Mr. Rajesh N. Doshi's re-appointment as the Chairman and Executive Director are as follows:

a. Tenure of Re-appointment

The re-appointment as Chairman & Executive Director is for a period of five years with effect from June 01, 2026 to May 31, 2031.

b. Salary, Perquisites and Allowances per annum

Salary, Perquisites and Allowances shall not exceed Rs. 3.60 Crore per annum. Annual increments shall be as determined by the NRC.

The perquisites and allowances shall include accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses and / or allowances for utilisation of gas, electricity, water, furnishing and repairs and leave travel concession for self and family including dependents. The said perquisites and allowances shall be determined, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules made thereunder or any statutory modification(s) or re-enactment(s) thereof and in the absence of any such rules, perquisites and allowances shall be determined at actual cost.

c. Contribution to provident fund, superannuation or annuity fund, gratuity, etc.

The Company's contribution to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, as per the rules of the Company, shall be in addition to the salary, perquisites and allowances under (b) above.

d. Insurance

The Company will take an appropriate Directors' and Officers' Liability Insurance Policy and pay the premiums for the same. It is intended to maintain such insurance cover for the entire period of his tenure, subject to the terms of such policy in force from time to time.

e. Reimbursement of Expenses

Expenses incurred for travelling, boarding and lodging including for Mr. Rajesh N. Doshi's attendants during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.

Mr. Rajesh N. Doshi has provided his consent for re-appointment as Chairman & Executive Director of the Company. He has also 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 June 20, 2018, issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to the enforcement of SEBI Orders regarding the appointment of Directors by the listed companies.

In terms of the provisions of Sections 196, 197 and 198 read with Schedule V of the Act, the remuneration payable to Mr. Rajesh N. Doshi requires approval of the Members. Further, pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members by way of a Special Resolution is required for payment of remuneration to a promoter executive director exceeding the prescribed limits.

The remuneration proposed to be paid to Mr. Rajesh N. Doshi is within the overall limit of 21% of the net profits of the Company as approved by the Members, and is based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors.

None of the directors, or key managerial personnel or their relatives, except Mr. Rajesh N. Doshi (whose re-appointment is proposed in the resolution) and his relatives, are concerned or interested, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

Therefore, the Board recommends the resolution set out at item no. 1 of the postal ballot notice for the approval of the members as a special resolution.

Item No. 2

Ms. Khushboo C. Doshi (DIN: 00025581) was appointed as Managing Director by the Board of Directors, at their meeting held on 5th June, 2021 from the erstwhile position of Wholetime Director, for a period of five years with effect from June 01, 2021 to May 31, 2026. Subsequently, her appointment and terms of remuneration was approved by the members at the Thirty-Fourth Annual General Meeting held on September 25, 2021.

The Board of Directors of the Company, at its meeting held on April 28, 2026, subject to the approval of members, approved the re-appointment of Ms. Khushboo C. Doshi (DIN: 00025581) as Managing Director of the Company, belonging to the Promoter Category, for a period of 5 (five) years from the expiry of her present term, i.e., with effect from June 01, 2026, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board ("NRC").

The Members of the Company at the Thirty-Eighth Annual General Meeting held on September 27, 2025 had approved the overall limits of managerial remuneration payable by the Company up to 21% of the net profits of the Company in terms of Section 197 of the Companies Act, 2013 ("the Act").

The Audit Committee has approved the terms and conditions of her re-appointment including remuneration as it is a related party transaction.

The key terms and conditions of Ms. Khushboo C. Doshi's re-appointment as Managing Director are as follows:

a. Tenure of Re-appointment

The re-appointment as Managing Director is for a period of five years with effect from June 01, 2026 to May 31, 2031.

b. Salary, Perquisites and Allowances per annum

Salary, Perquisites and Allowances shall not exceed Rs. 2.40 Crore per annum. Annual increments shall be as determined by the NRC.

The perquisites and allowances shall include accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses and / or allowances for utilisation of gas, electricity, water, furnishing and repairs and leave travel concession for self and family including dependents. The said perquisites and allowances shall be determined, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules made thereunder or any statutory modification(s) or re-enactment(s) thereof and in the absence of any such rules, perquisites and allowances shall be determined at actual cost.

c. Contribution to provident fund, superannuation or annuity fund, gratuity, etc.

The Company's contribution to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, as per the rules of the Company, shall be in addition to the salary, perquisites and allowances under (b) above.

d. Insurance

The Company will take an appropriate Directors' and Officers' Liability Insurance Policy and pay the premiums for the same. It is intended to maintain such insurance cover for the entire period of her tenure, subject to the terms of such policy in force from time to time.

e. Reimbursement of Expenses

Expenses incurred for travelling, boarding and lodging including for Ms. Khushboo C. Doshi's spouse, children and attendants during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.

Ms. Khushboo C. Doshi has provided her consent for re-appointment as Managing Director of the Company. She has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018, issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to the enforcement of SEBI Orders regarding the appointment of Directors by the listed companies.

In terms of the provisions of Sections 196, 197 and 198 read with Schedule V of the Act, the remuneration payable to Ms. Khushboo C. Doshi requires approval of the Members. Further, pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members by way of a Special Resolution is required for payment of remuneration to a promoter executive director exceeding the prescribed limits.

The remuneration proposed to be paid to Ms. Khushboo C. Doshi is within the overall limit of 21% of the net profits of the Company as approved by the Members, and is based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors.

None of the directors, or key managerial personnel or their relatives, except Ms. Khushboo C. Doshi (whose re-appointment is proposed in the resolution) and her relatives, are concerned or interested, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

Therefore, the Board recommends the resolution set out at item no. 2 of the postal ballot notice for the approval of the members as a special resolution.

Item No. 3

Mr. Utsav K. Doshi (DIN: 00174486) was appointed as Joint Managing Director by the Board of Directors, at their meeting held on 5th June, 2021 from the erstwhile position of Wholetime Director, for a period of five years with effect from June 01, 2021 to May 31, 2026. Subsequently, his appointment and terms of remuneration was approved by the members at the Thirty-Fourth Annual General Meeting held on September 25, 2021.

The Board of Directors of the Company, at its meeting held on April 28, 2026, subject to the approval of members, approved the re-appointment of Mr. Utsav K. Doshi (DIN: 00174486) as Joint Managing Director of the Company, belonging to the Promoter Category, for a period of 5 (five) years from the expiry of his present term, i.e., with effect from June 01, 2026, on the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board ("NRC").

The Members of the Company at the Thirty-Eighth Annual General Meeting held on September 27, 2025 had approved the overall limits of managerial remuneration payable by the Company up to 21% of the net profits of the Company in terms of Section 197 of the Companies Act, 2013 ("the Act").

The Audit Committee has approved the terms and conditions of his re-appointment including remuneration as it is a related party transaction.

The key terms and conditions of Mr. Utsav K. Doshi's re-appointment as Joint Managing Director are as follows:

a. Tenure of Re-appointment

The re-appointment as Joint Managing Director is for a period of five years with effect from June 01, 2026 to May 31, 2031.

b. Salary, Perquisites and Allowances per annum

Salary, Perquisites and Allowances shall not exceed Rs. 2.16 Crore per annum. Annual increments shall be as determined by the NRC.

The perquisites and allowances shall include accommodation (furnished or otherwise) or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses and / or allowances for utilisation of gas, electricity, water, furnishing and repairs and leave travel concession for self and family including dependents. The said perquisites and allowances shall be determined, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules made thereunder or any statutory modification(s) or re-enactment(s) thereof and in the absence of any such rules, perquisites and allowances shall be determined at actual cost.

c. Contribution to provident fund, superannuation or annuity fund, gratuity, etc.

The Company's contribution to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, as per the rules of the Company, shall be in addition to the salary, perquisites and allowances under (b) above.

d. Insurance

The Company will take an appropriate Directors' and Officers' Liability Insurance Policy and pay the premiums for the same. It is intended to maintain such insurance cover for the entire period of his tenure, subject to the terms of such policy in force from time to time.

e. Reimbursement of Expenses

Expenses incurred for travelling, boarding and lodging including for Mr. Utsav K. Doshi's spouse, children and attendants during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actuals and not considered as perquisites.

Mr. Utsav K. Doshi has provided his consent for re-appointment as Joint Managing Director of the Company. He has also 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 June 20, 2018, issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to the enforcement of SEBI Orders regarding the appointment of Directors by the listed companies.

In terms of the provisions of Sections 196, 197 and 198 read with Schedule V of the Act, the remuneration payable to Mr. Rajesh N. Doshi requires approval of the Members. Further, pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members by way of a Special Resolution is required for payment of remuneration to a promoter executive director exceeding the prescribed limits.

The remuneration proposed to be paid to Mr. Rajesh N. Doshi is within the overall limit of 21% of the net profits of the Company as approved by the Members, and is based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors.

None of the directors, or key managerial personnel or their relatives, except Mr. Utsav K. Doshi (whose re-appointment is proposed in the resolution) and his relatives, are concerned or interested, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

Therefore, the Board recommends the resolution set out at item no. 3 of the postal ballot notice for the approval of the members as a special resolution.

For, **Rajoo Engineers Limited**

Place: Veraval (Shapar)

Date: April 28, 2026

Rajesh N. Doshi
Chairman & Director
DIN: 00026140

ANNEXURE TO THE NOTICE

Annexure-1: Disclosures, as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard -2 on General Meetings issued by the Institute of Company Secretaries of India, are as under:

Name of Director	Mr. Rajesh N. Doshi	Ms. Khushboo C. Doshi	Mr. Utsav K. Doshi
Director Identification Number	00026140	00025581	00174486
Age	65 Years	43 Years	40 Years
Qualification	Bachelor's Degree in Science from Saurashtra University	Bachelor's Degree in Architecture and Master's Degree in Industrial Product Design from the United Kingdom	Bachelor's Degree in Mechanical Engineering with a Masters in Polymer technology from HTW Aalen University, Germany
Brief Resume, Profile, Experience and Expertise in specific functional areas and the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Mr. Rajesh N. Doshi is the Chairman and Executive Director of the Company. He holds a degree of B.Sc. from Saurashtra University. As a co-founder of the Rajoo Group, he is involved in the day-to-day operations of the company. He has more than three decades of experience in plastic processing, machinery manufacturing, and product development. His keen ability to spot new technologies and find ways to manage costs effectively without sacrificing quality has helped the company maintain its strong position in the industry. He is highly skilled in managing and executing projects.	Ms. Khushboo C. Doshi is Managing Director of the Company. She is a qualified architect and holds a Master's Degree in Industrial Product Design from the United Kingdom. She further, holds a Master's in Management for Entrepreneurs from IIM Ahmedabad along with a specialization in Family Businesses from IIM Bangalore. She possesses over 17 years of professional experience, including serving as the Marketing Head and Product Manager for Rajoo's foam business Her roles and responsibilities includes overseeing departments such as human resources, financial management, She also looks after the after-sales services in the Company.	Mr. Utsav K. Doshi is Joint Managing Director of the Company. He holds a Bachelor's Degree in Mechanical Engineering with a Masters in Polymer technology from HTW Aalen University, Germany. He has over 14 years of experience in both designing and operations in Rajoo Engineers Ltd. He oversees all manufacturing activities at the company and plays a key role in translating market needs into technical solutions. He has a deep understanding of manufacturing processes and plastic processing, which enables him to ensure the company's products meet high technical standards.
Terms and conditions of re-appointment along with details of remuneration sought to be paid	As set out in Resolution and the Explanatory Statement		
Details of remuneration last drawn (FY 2025-26)	Salary, Perquisites and Allowance: Rs. 1.68 Cr.	Salary, Perquisites and Allowance: Rs. 88.33 Lakh	Salary, Perquisites and Allowance: Rs. 68.83 Lakh
Date of first appointment on the Board	December 09, 1986	January 01, 2012	May 13, 2016

Shareholding in the Company including shareholding as a beneficial owner	11.12%	7.26%	4.81%
No. of Board Meetings attended	FY 2025-26: 14 out of 14 FY 2026-27(till the date of this Postal Ballot Notice): 1 out of 1	FY 2025-26: 14 out of 14 FY 2026-27(till the date of this Postal Ballot Notice): 1 out of 1	FY 2025-26: 14 out of 14 FY 2026-27(till the date of this Postal Ballot Notice): 1 out of 1
Directorships held in other companies including equity listed companies and excluding foreign companies as on the date of this Notice.	1. Rajoo Cotex Limited	1. Avantgarde Design Studio Private Limited 2. Rajoo Bausano Extrusion Private Limited 3. Prompt Financial Services Pvt Ltd 4. Kohli Printing and Converting Machines Private Limited	1. Wonderpack Formers Private Limited 2. Rajoo Bausano Extrusion Private Limited
Memberships/ Chairmanships of committees of other companies (excluding foreign companies) as on date on this Notice	None	None	None
Name of listed entities from which the person has resigned in the past three years	None	None	None
Inter-se Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company	None	None	None

Annexure-2: Information pertaining to Section II in Part II of Schedule V of the Companies Act, 2013 are as follows:

I. General Information

Nature of Industry	Manufacturer of Plastic Extrusion Machinery	
Date or expected date of commencement of commercial production	The Company commenced business on December 08, 1986.	
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable	
Financial performance based on given indicators	Particulars	FY 2025-26 (Rs. in Lakh)
	Revenue from operations	29,828.51
	Other Income	914.98
	Total Income	30,743.49
	EBDITA	5,452.00
	Profit before tax	5,774.56
	Profit after tax	4,328.13
	EPS (in actual)	2.49
Foreign investments or collaborations, if any.	<p>Company has a 49:51 joint venture with Bausano Holdings SRL, Italy under the name of Rajoo Bausano Extrusion Private Limited to manufacture and market pipe and profile extrusion lines including for wood composite profiles in India, with a special emphasis on Africa, Gulf and SAARC markets.</p> <p>Foreign investors, mainly comprising NRIs, and Foreign Nationals are investors in the Company on account of past issuances of securities/ secondary market purchases.</p>	

II. Information about the Directors:

Particulars	Information		
Name	Mr. Rajesh N. Doshi	Ms. Khushboo C. Doshi	Mr. Utsav K. Doshi
Background details, Job profile and their suitability	Mr. Rajesh N. Doshi is the Chairman and Executive Director of the Company. He holds a degree of B.Sc. from Saurashtra University. As a co-founder of the Rajoo Group, he is involved in the day-to-day operations of the company. He has more than three decades of experience in plastic processing, machinery manufacturing, and product development. His keen ability to spot new technologies and find ways to manage costs effectively without sacrificing quality has helped the company maintain its strong position in the industry. He is highly skilled in managing and executing projects.	Ms. Khushboo C. Doshi is Managing Director of the Company. She is a qualified architect and holds a Master's Degree in Industrial Product Design from the United Kingdom. She further, holds a Master's in Management for Entrepreneurs from IIM Ahmedabad along with a specialization in Family Businesses from IIM Bangalore. She possesses over 17 years of professional experience, including serving as the Marketing Head and Product Manager for Rajoo's foam business Her roles and responsibilities includes overseeing departments such as human resources, financial management, She also looks after the after-sales services in the Company.	Mr. Utsav K. Doshi is Joint Managing Director of the Company. He holds a Bachelor's Degree in Mechanical Engineering with a Masters in Polymer technology from HTW Aalen University, Germany. He has over 14 years of experience in both designing and operations in Rajoo Engineers Ltd. He oversees all manufacturing activities at the company and plays a key role in translating market needs into technical solutions. He has a deep understanding of manufacturing processes and plastic processing, which enables him to ensure the company's products meet high technical standards.
Past remuneration (last 3 FYs)	FY 2025-26: Rs. 1.68 Cr. FY 2024-25: Rs. 1.31 Cr. FY 2023-24: Rs. 1.39 Cr.	FY 2025-26: Rs. 88.33 Lakh FY 2024-25: Rs. 64.70 Lakh FY 2023-24: Rs. 59.26 Lakh	FY 2025-26: Rs. 68.83 Lakh FY 2024-25: Rs. 51.00 Lakh FY 2023-24: Rs. 50.00 Lakh
Recognition or awards	NIL	She was awarded as 'Women Entrepreneur of the Year Award - Manufacturing Sector' on March 25, 2023 at the India SME Excellence Awards.	NIL
Remuneration proposed	Details of proposed remuneration are as set out in Explanatory Statements.		
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the turnover of the Company and the experience and responsibilities of the said Directors, the excess remuneration being paid to them is reasonable and is in line with remuneration prevailing in the industry.		
Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any.	He is a Promoter of the Company and holds 1,98,76,373 equity shares.	She is a Promoter of the Company and holds 1,29,78,778 equity shares.	He is a Promoter of the Company and holds 85,84,992 equity shares.

III. Other Information

Reasons of loss or inadequate profits	Currently, the Company is profit making Company.
Steps taken or proposed to be taken for improvement	The company has set up in house R & D Centre in order to develop new products for better realization and continuously efforts to expand marketing and economy in operations.
Expected increase in productivity and profits in measurable terms	The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV. Disclosures

All the information shall be disclosed in the Report of Corporate Governance as annexed to Annual Report.