Tasty Bite Eatables Limited

TBEL/SE/2026-27
22 July 2026

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers,
Dalal Street, Mumbai- 400001
Scrip Code: 519091

National Stock Exchange of India
Corporate Service
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai -400051
NSE Symbol: TASTYBITE

Sub: Notice of the 42nd Annual General Meeting (AGM) 2025-26.

Dear Sir/Madam,

In compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we enclose herewith the Notice of the 42nd Annual General Meeting of the Company scheduled to be held on Thursday, 13 August 2026 at 11:00 AM IST through Video Conference / Other Audio Visual Means. The said Notice forms part of the Integrated Annual Report for 2025-26.

The remote e-voting period commences on Monday, 10th August 2026 (09.00 a.m. IST) ends on Wednesday, 12th August 2026 (05.00 p.m. IST)

The intimation will also be updated on the Company's website at: https://www.tastybite.co.in/

You are requested to kindly take the above on record.

Yours faithfully,
For Tasty Bite Eatables Limited

VIMAL TANK
Digitally signed by VIMAL TANK
Date: 2026.07.22 22:37:03 +05'30'

Vimal Tank
Company Secretary

Notice

NOTICE IS HEREBY GIVEN THAT the 42nd Annual General Meeting of shareholders of Tasty Bite Eatables Limited will be held on Thursday, August 13, 2026, at 11:00 a.m. IST through Video Conferencing / Other Audio- Visual Means, to transact the following business

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for year ended 31 March 2026 and the reports of the Board of Directors and the Auditors thereon.

2. To declare dividend of INR 10 /- per equity share on 2,566,000 equity shares of INR 10 each for the financial year 2025-26.

3. To appoint a director in place of Mr. Matthew James Page (DIN: 10788632), who retires by rotation and being eligible offers himself for re-appointment (liable to retire by rotation).

SPECIAL BUSINESS:

4. To Consider and approve amendment of the articles of association of the company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 14, 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force) and subject to such approvals, permissions and sanctions as may be necessary, the consent of the Members of the Company be and is hereby accorded to amend Article 121 of the Articles of Association of the Company.

RESOLVED FURTHER THAT the existing proviso forming part of Article 121 of the Articles of Association, namely:

Subject to the provisions of Sections 267, 268, 269, 3 16 and 317 of the Act; the Board may, from time to time, appoint one or more Directors to be Managing Director or Managing Directors of the Company, either for a fixed term or without any limitation as to the period for which he or they is or are to hold such office, and may, from time to time (subject to the provisions of any contract between him or them and the Company) remove or dismiss him or them from office and appoint another or others in his or their place or places.

"Provided that such Managing or Joint Managing or Executive Director shall not be liable to retire by rotation under Article 100, so long as he holds that office."

be and is hereby replaced and substituted as follows:

Subject to the provisions of the Companies Act, 2013 and the rules made thereunder, the Board may, from time to time, appoint one or more Directors to be the Managing Director OR Whole-time Director(s) or Executive Director(s) of the Company, either for a fixed term or otherwise, and may, subject to the provisions of the Companies Act, 2013 and the terms of any contract entered into with such Director(s), remove or dismiss such Director(s) from office and appoint another person in his or her place.

"Provided further that the Managing Director, Whole-time Director or Executive Director, as the case may be, shall be liable to retire by rotation to the extent required under Section 152 of the Companies Act, 2013 and subject to the terms and conditions of his/her appointment."

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorised to do all such acts, deeds, matters and things, execute all such documents, writings and filings, including filing of Form MGT-14 with the Registrar of Companies, as may be necessary, proper or expedient to give effect to this resolution.

5. To consider reclassification of Mr. Shashank Shekhar (DIN: 10942818) as a director liable to retire by rotation

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and in accordance with the Articles of Association of the Company, the consent of the members be and is hereby accorded to reclassify Mr. Shashank Shekhar (DIN: 10942818), Whole-Time Director of the Company, as a Director liable to retire by rotation from not liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Shashank Shekhar shall, henceforth, be subject to retirement by rotation and eligible for re-appointment in accordance with Section 152 of the Companies Act, 2013 and the Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.

6. **To Consider And Approve Material Related Party Transactions Under Regulation 23 of Listing Regulations Between The Company And Preferred Brands International, Inc. For The Financial Year 2027–28**

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

"RESOLVED THAT pursuant to Regulations 2(1)(zc), 23(4) and other applicable provisions of the Listing Regulations, the applicable provisions of the Act read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on related party transactions, each as amended, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the **"Board"**, which term shall be deemed to include any committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or carry out new contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), as detailed in the explanatory statement with Preferred Brands International, Inc. **("PBI")** holding company of the Company a related party of the Company, on such terms and conditions as may be agreed between the Company and Preferred Brands International, Inc. **("PBI")** for an aggregate value not exceeding below during Financial Year (FY) 2027-28.

Name of Related Party	Nature of Transaction	Approval Limit (INR in Million)
Preferred Brands International Inc.	Sale of goods and sale of services and expenses incurred for and behalf of Preferred Brand International Inc for such sales and others ancillary expenses and/ or reimbursements in relation thereto	1000

RESOLVED FURTHER THAT the said transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all transactions contemplated herein are approved by the Audit Committee in accordance with Regulation 23 of the Listing Regulations and the Company's Policy on Related Party Transactions.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer **("CFO")** or Company Secretary **("CS")** or any other officer(s)/authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects, to the extent permitted under applicable law.

7. **To Consider And Approve Material Related Party Transactions Under Regulation 23 of Listing Regulations Between The Company and Mars Food UK Limited For The Financial Year 2027–28**

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

"RESOLVED THAT pursuant to Regulations 2(1)(zc), 23(4) and other applicable provisions of the Listing Regulations, the applicable provisions of the Act read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/statutory provisions, if any, and the Company's Policy on related party transactions, each as amended, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the **"Board"**, which term shall be deemed to include any committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or carry out new contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), as detailed in the explanatory statement with Mars Food UK Limited **("Mars Food UK")**,the fellow subsidiaries of the Company and accordingly, a related party of the Company, on such terms and conditions as may be agreed between the Company and the Mars Food UK Limited for an aggregate value not exceeding below during Financial Year (FY) 2027-28.

Name of Related Party	Nature of Transaction	Approval Limit (INR in Million)
Mars Food UK Limited	Sale of goods and sale of services and expenses incurred for and behalf of Mars Food UK Limited for such sales and others ancillary expenses and/ or reimbursements in relation thereto	2500

RESOLVED FURTHER THAT the said transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all transactions contemplated herein are approved by the Audit Committee in accordance with Regulation 23 of the Listing Regulations and the Company's Policy on Related Party Transactions.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer **("CFO")** or Company Secretary **("CS")** or any other officer(s)/authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects, to the extent permitted under applicable law.

8. To Consider And Approve Material Related Party Transactions Under Regulation 23 of Listing Regulations Between The Company and Mars Food US LLC For The Financial Year 2027–28

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

"RESOLVED THAT pursuant to Regulations 2(1)(zc), 23(4) and other applicable provisions of the Listing Regulations, the applicable provisions of the Act read with the related rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/ statutory provisions, if any, and the Company's Policy on related party transactions, each as amended, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the **"Board"**, which term shall be deemed to include any committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or carry out new contract(s)/ arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), as detailed in the explanatory statement with Mars Food US LLC **("Mars Food US")**, the fellow subsidiaries of the Company and accordingly, a related party of the Company, on such terms and conditions as may be agreed between the Company and Mars Food US LLC for an aggregate value not exceeding below during Financial Year (FY) 2027-28.

Name of Related Party	Nature of Transaction	Approval Limit (INR in Million)
Mars Food US LLC	Sale of goods and sale of services and expenses incurred for and behalf of Mars Food US LLC for such sales and others ancillary expenses and/ or reimbursements in relation thereto	5000

RESOLVED FURTHER THAT the said transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all transactions contemplated herein are approved by the Audit Committee in accordance with Regulation 23 of the Listing Regulations and the Company's Policy on Related Party Transactions.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer ("CFO") or Company Secretary ("CS") or any other officer(s)/authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects, to the extent permitted under applicable law.

By Order of the Board of Directors
Tasty Bite Eatables Limited

Vimal Tank
Company Secretary and Compliance Officer
Membership No. A22370

Date: 17 July 2026
Place: Pune

NOTES:

1. **Meeting through VC/OAVM:** Ministry of Corporate Affairs ("MCA") vide its Circular No. 3/2025 dated September 22, 2025 (In continuation with the Circulars issued earlier in this regard) ("MCA Circulars") has allowed conducting Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical presence of Members. In compliance with the applicable provisions of the Act and MCA Circulars, the 42nd AGM of the Members will be held through VC/OAVM. The proceedings of the AGM are deemed to be conducted at the Registered Office of the Company situated at 2nd Floor, 201/202 Mayfair Tower, Tasty Bite Eatables Ltd, Pune Mumbai Road, Wakdewadi Pune, Maharashtra, 411005. Hence, Members can attend and participate in the AGM through VC/OAVM only. Since this AGM is being held through VC/OAVM the physical attendance of members is dispensed with and no proxies would be accepted by the Company. No proxy form has been sent along with this Notice. No attendance slip/ route map has been sent along with this Notice as the meeting is held through VC/ OAVM.

2. The Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item No. 4 to 8 forms part of this Notice. The relevant details relating to the Director seeking re-appointment at the ensuing Annual General Meeting, as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 on General Meetings issued by the Institute of Company Secretaries of India, are mentioned in point No. 21 to this Notice.

3. **Institutional Investors/Corporate Members:**

   Institutional Investors /Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who are intending to appoint their authorized representatives pursuant to Sections 112 or 113 of the Act, as the case may be, to attend the AGM and vote through e-Voting, are requested that certified copy of the Board Resolution/ Power of Attorney/Authority Letter are: sent to the Scrutinizer by e-mail at vineet.pareek@pvrcs.com or secretarial@tastybite.com with a copy marked to evoting@kfintech.com.

4. The Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum as per Section 103 of the Act.

5. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote at the AGM

6. **Dispatch of Annual Report:** The Notice of the AGM along with the Integrated Annual Report for FY2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar &Transfer Agent ('RTA')/ Depository Participants ('DP').

   Letter is being sent to the shareholders whose e-mail addresses are not registered, providing the web-link of Company's website from where the Integrated Annual Report can be accessed. The Company shall send physical copy of the Integrated Annual Report for FY2025-26 to those Members who request for the same at secretarial@tastybite.com or einward.ris@kfintech.com mentioning their Folio No./DP ID and Client ID.

   The Notice along with the Integrated Annual Report for FY2025-26 is also be available on the Company's website www.tastybite.co.in, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Ltd. at https:// evoting.kfintech.com/public/Downloads.aspx.

7. **Record Date:** The Record date fixed for determining the entitlement of Members to dividend for the financial year ended March 31, 2026, if approved at the AGM is **Thursday, August 06, 2026**.

8. **Dividend related information**

   Dividend - Key Dates:

Record Date (For determining the Members eligible for dividend)	Thursday 06 August 2026
Date of Payment	On or before 11 September 2026

   Members holding shares in demat form are hereby informed that bank particulars registered with their respective DPs, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend.

   Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate to their DPs only, as the Company or its Registrar cannot act on any request received directly on the same.

   Note: As per SEBI requirements, effective 1st April, 2024, Companies are allowed to make dividend payments only in electronic mode. Hence, it is reiterated that Members, whose folios are not updated with PAN, KYC details or Choice of Nomination, are requested to update the above details by submitting the relevant ISR Forms before the cut-off date to ensure timely credit of dividends.

Members may note that as per the Income Tax Act, 1961, as amended by the Finance Act, 2020 and as re-enacted under the Income Tax Act, 2025 (Income Tax Act), dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source ('TDS') from dividend paid to the Members at rates prescribed in the Income Tax Act, 1961. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 and Rules thereto.

a) **For Resident Members:** Tax shall be deducted at source under Section 393(1), Table Sr. No. 7 of the Income Tax Act at 10% on the amount of dividend declared and paid by the Company during FY 2026-27, subject to PAN details registered/ updated by the Member. If PAN is not registered/ updated in the demat account/ folio as on the cut-off date, TDS would be deducted @20% as per Section 397 of the Income Tax Act.

   No tax at source is required to be deducted, if aggregate dividend paid or likely to be paid during the FY to individual member does not exceed ₹10,000.

   In case of individual shareholders, who are mandatorily required to have their PAN-Aadhaar linked and have not done so, their PAN would be considered as inoperative. Such inoperative PANs would be considered as invalid and higher TDS rate as per Section 397 of the Income Tax Act would be applied. The Company will rely on the reports downloaded from the reporting portal of the income tax department for checking the validity of PANs / inoperative PANs under Section 397 of the Income Tax Act. Further, in cases where the Shareholder provides declaration in Form 121 (applicable to an Individual above the age of 60 years or any person other than a Company or a Firm), provided that the eligibility conditions are being met, no tax at source shall be deducted subject to the PAN of the member not having an 'In-operative' status as per the provisions of Section 262 of the Income Tax Act.

   Further, in case PAN of any Member falls under the category of 'In-operative', the Company shall deduct TDS @ 20% as per Section 397 of the Income Tax Act.

   In case of resident member having Order under Section 395 of the Income Tax Act, TDS will be deducted at the rate mentioned in the Order; provided the Member submits copy of the Order obtained from the income-tax authorities.

b) **For Non-resident Members:** Tax at source shall be deducted under Section 393 of the Income Tax Act, 1961 at the applicable rates. As per the relevant provisions of the Income-tax Act, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to non-resident Members.

   Further, in case of Foreign Institutional Investors and Foreign Portfolio Investors, tax shall be deducted at source @ 20% (plus applicable surcharge and cess) under Section 393 of the Income Tax Act.

   In case of Non-resident member having Order under Section 395 of the Income Tax Act, 1961 TDS will be deducted at the rate mentioned in the Order; provided the member submits copy of the order obtained from the income-tax authorities.

   As per Section 159 of the Income Tax Act, Members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement (DTAA). To avail the Tax Treaty benefits, the non-resident Member will have to provide the following:

   - Copy of self-declaration in Form 41 filed electronically on the Income Tax portal for FY 2026-27 as per Rule 75 read with Rule 332 of Income Tax Rules, 2026 (along with copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country, of which the shareholder is resident, to be attached as a mandatory online filing requirement) if all the details required in this form are not mentioned in the TRC.
   - Copy of valid TRC (for FY 2026-27 or calendar year 2026)
   - Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax authorities.
   - Self-declaration in the format, certifying the following points
     i. Shareholder is and will continue to remain a tax resident of the country of its residence during the FY 2026-27;
     ii. Shareholder has no reason to believe that his/her claim for the benefits of the DTAA is impaired in any manner;
     iii. Shareholder is the ultimate beneficial owner of his/her shareholding in the Company and dividend receivable from the Company; and

iv. Shareholder does not have a taxable presence or a permanent establishment in India during the FY 2026-27.

c) **For all Members:** In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any proceedings.

Members holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares are held under a PAN will be considered on their entire holding in different accounts.

In case of any discrepancy in documents submitted by the Member, the Company will deduct tax at higher rate as applicable, without any further communication in this regard.

In case of joint Members, the member named first in the Register of Member is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the non-resident member.

In order to enable the Company to determine the appropriate TDS/ withholding tax rate applicable, Members are requested to provide the aforesaid details and documents on or before Tuesday, 25 August 2026. at https://ris.kfintech.com/clientservices/investors/taxforms.aspx. No communication on the tax determination/ deduction shall be entertained post Tuesday, 25 August, 2026. Members may note that in case the tax on said dividend is deducted at a higher rate due to non-receipt of the aforementioned details/ documents, there would still be an option available to the Member to file the return of income and claim an appropriate refund, if eligible.

In accordance with the provisions of the Income-tax Act 1961, TDS certificates can be made available to the Members at their registered email ID after filing of the quarterly TDS Returns of the Company, post payment of the said Dividend.

The Company has sent out a separate email communication informing the Members regarding the relevant procedure to be adopted by the Members to avail the applicable tax rate as per the Income Tax Act, 1961.

Information relating to unpaid or unclaimed dividends (Investor Education and Protection Fund)

Dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the IEPF Account. The shares in respect of which the dividend is not claimed for 7 consequent years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company within the stipulated timeline. The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the RTA at einward.ris@kfintech.com and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

For further details, please refer to Corporate Governance Report, which forms part of the Integrated Annual Report, and the Company's website at www.tastybite.co.in.

Pursuant to the recent amendment by SEBI to Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from December 12, 2024, transfer of securities shall be processed only in dematerialized form. Shareholders holding securities in physical form are requested to dematerialize their holdings at the earliest to ensure smooth transfer processes. Please note that transmission and transposition requests may still be processed in physical form as per the applicable regulations.

9. Members desirous of obtaining any detailed information concerning the accounts and operations of the Company are requested to address their queries to the Company Secretary so as to reach the Company at least seven days before the date of the meeting so that the required information may be made available at the meeting. The Auditors have issued audit report with modified opinion.

10. Shareholders / investors may contact the Company on designated e-mail id: secretarial@tastybite.com for speedy action from Company's end.

11. Details of Members:

Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form and to the RTA/Company in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting documents as stated therein.

Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market. It is mandatory to link PAN to Aadhar for the PAN to be valid and operative To prevent fraudulent transactions, Members are advised (i) to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible (ii) not to leave their demat account(s) dormant for long and (iii) to obtain periodic statement of holdings from the concerned DPs and verify from time to time.

12. All the documents referred to in the Notice, if any, and Statutory Registers are open for inspection at the registered office of the Company on all working days viz. from Monday to Friday between 10:00 am to 1:00 pm up to the date of meeting. Notice calling meeting and Annual Report are available on Company's website www.tastybite.co.in.

13. Members are requested to notify changes, if any, in their registered addresses and all correspondences, including dividend matters to the Company's Registrar and Share Transfer Agent - M/s. KFin Technologies Ltd. at Karvy Selenium,Tower B, Plot 31 - 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032. (Unit - TastyBite)

As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH - 13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the requisite application in Form ISR-3 (Declaration Form for Opting-Out of Nomination) or Form SH-14 (Cancellation or Variation of Nomination), as the case may be. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to the Company's Registrar and Share Transfer Agent (RTA) – M/s KFin Technologies Ltd. in case the shares are held in physical form at einward.ris@kfintech.com and secretarial@tatsybite.com

14. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Company's Registrar and Share Transfer Agent (RTA), the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

15. Dematerialization of shares:

With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request#. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List(not older than 2 months), Demat Conversion Request Form for NSDL/ Demat Request form for CDSL and Latest Client Master List, both attested by Depository Participant, besides mandatory documents for the subject service requests subject to folio being KYC Compliant. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at https://www.tastybite.co.in/ and RTA at https://ris.kfintech.com/clientservices/investors/taxforms.aspx.

#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.

Further, all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised 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 or the RTA for assistance in this regard.

16. The Following documents will be available electronically for inspection by the Members before as well as during the AGM:

i) the Register of Directors and Key Managerial Personnel and their Shareholding;

ii) the Register of Contracts or Arrangements in which the directors are interested and

iii) relevant documents referred to in the Notice or Explanatory Statement.

Members desiring inspection, may send their request in writing to the Company from their registered e-mail address by mentioning their Name, DP ID and Client ID/ Folio No. and Mobile No. at secretarial@tatsybite.com up to the date of AGM. [Section 170 and 189 of the Act]

17. Special window for re-lodgement of physical share transfer requests:

Members who have executed the transfer prior to April 1, 2019 but were not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests.

Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one-year lock-in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

18. SEBI has simplified the procedure for issuing duplicate share certificates. Along with the documents mentioned in point 16 and KYC supporting documents, shareholders are now required to submit specific documents depending on the value of their shares. For shares with a value of up to ₹10,000, only an undertaking on plain paper is required, and no notarisation is needed. For shares with a value above ₹10,000 and up to ₹10 lakh, a single affidavit-cum-indemnity bond must be submitted. In cases where the value exceeds ₹10 lakh, the shareholder must provide an affidavit-cum-indemnity bond along with an FIR or police complaint and a newspaper advertisement.

19. Dispute Resolution:

Members who have any grievance/ complaints are requested to write to Company's RTA einward.ris@kfintech.com and if required they may escalate to the Company Secretary. If the member is not satisfied with the response a complaint can be lodged on SCORES – SEBI portal.

20. Instructions for e-voting and joining the AGM

Voting through electronic means:

i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFintech , on all the resolutions set forth in this Notice.

ii The Company is providing the e - voting facility to its members to enable them to cast their votes electronically. The Company has engaged the services of M/s. KFin Technologies Limited ('KFin') as the authorised agency to provide e - voting facility which is approved by Ministry of Corporate Affairs and has also obtained a Certificate from the Standardisation Testing and Quality Certification Directorate, Department of Information Technology, Ministry of Communications and Information Technology, Government of India, as prescribed under the Companies (Management and Administration) Amendments Rules, 2015.

iii. The Notice calling AGM is placed on the Company's website www.tastybite.co.in, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Ltd. at https://evoting.kfintech.com/public/Downloads.aspx.

iv. The Board of Directors has appointed PAREEK V. R. & ASSOCIATES, Practicing Company Secretaries, Pune as the Scrutinizer for conducting e - voting process in fair and transparent manner.

v. Members are requested to carefully read the instructions for e - voting before casting their vote.

vi. The e - voting module shall be disabled for voting on Wednesday 12 August 2026, at 5.00 pm. Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently. The voting right of the shareholders shall be in proportion to their share in the paid up capital of the Company as on the cut - off date i.e. 06 August 2026 Thursday.

vii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

viii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

ix. The remote e-Voting period commences from Monday, 10 August 2026, IST at 9.00 a.m. and end on Wednesday, 12 August 2026, IST at 5.00 p.m.

x. For any queries or issues relating to e-voting, members may contact M/s KFin Technologies Limited, Selenium Tower, Plot 31-32, Tower B, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, toll-free number 40-67162222 or +91-40-79611000 or by e-mail at einward.ris@kfintech.com. Members may also visit the FAQs section available on KFin's website at https://evoting.kfintech.com/public/Faq.aspx for further assistance.

xi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date 06 August 2026, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFintech for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

xii. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date 06 August 2026 Thursday may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

xiii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

Step 1 : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

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

Step 3 : Access to join virtual meetings(e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	**1. User already registered for IDeAS facility:** I. Visit URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. **2. User not registered for IDeAS e-Services** I. To register click on link : https://eservices.nsdl.com II. Select "Register Online for IDeAS" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1 **3. Alternatively by directly accessing the e-Voting website of NSDL** I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon "Login" which is available under 'Shareholder/Member' section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	**1. Existing user who have opted for Easi / Easiest** I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. **2. User not registered for Easi/Easiest** I. Option to register is available at https://web.cdslindia.com/myeasitoken/home/login OR URL: www.cdslindia.com II. Proceed with completing the required fields. III. Follow the steps given in point 1 **3. Alternatively, by directly accessing the e-Voting website of CDSL** I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV After successful authentication, user will be provided links for the respective ESP, i.e **KFintech** where the e- Voting is in progress.
Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option.Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name or e-Voting service provider – **Kfintech** and you will be redirected to e-Voting website of **KFintech** for casting your vote during the remote e-Voting period without any further authentication.

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

Helpdesk for Individual 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

Details on Step 2 are mentioned below:

II Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) **Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:**

i. Launch internet browser by typing the URL: https://evoting.kfintech.com/

ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9923, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.

iii. After entering these details appropriately, click on "LOGIN".

iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the "EVEN" i.e., ' 9923 '- AGM" and click on "Submit"

vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Members holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat accounts.

ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

x. You may then cast your vote by selecting an appropriate option and click on "Submit".

xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).

xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/ Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id vineet.pareek@pvrcs.com with a copy marked to evoting@kfintech.com and secretarial@tastybite.com The scanned image of the above-mentioned documents should be in the naming format "Corporate Name_Even No."

(B) **Members whose email IDs are not registered with the Company/ Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:**

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based ion SEBI Circular number:

SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/isrforms.aspx

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or

b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

c) Through electronic mode with e-sign by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx#

Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

d). After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Details on Step 3 are mentioned below:

III. Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC/OAVM and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC / OAVM platform provided by KFintech. Members may access the same at https://emeetings.kfintech.com/ by using the e-voting login credentials provided in the email received from the Company/KFintech. After logging in, click on the Video Conference tab and select the EVEN (9923) of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

ii. Facility for joining AGM though VC/ OAVM shall open atleast 30 minutes minutes before the commencement of the Meeting.

iii. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.

iv. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id. Questions /queries received by the Company till 06 August 2026 shall only be considered and responded during the AGM.

vi The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.

vii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.

viii. Facility of joining the AGM through VC / OAVM shall be available for atleast 2000 members on first come first served basis.

ix. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.

OTHER INSTRUCTIONS

i. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit https://emeetings.kfintech.com and login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Speaker Registration' which will opened from 04 August 2026 to 06 August 2026. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

ii. The Company reserves the right to restrict the number of questions and speakers, as appropriate for smooth conduct of the AGM.

iii. Post your Question: The Members who wish to post their questions prior to the meeting can do the same by visiting https://emeetings.kfintech.com. Please login through the user id and password provided in the mail received from Kfintech. On successful login, select 'Post Your Question' option which will opened from 04 August 2026 to 06 August 2026.

iv. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of https://evoting.kfintech.com (KFintech Website) or contact Mr. Anandan, at evoting@kfintech.com or call KFintech's toll free No. 1-800-309-4001 for any further clarifications.

v. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, August 06, 2026 being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

vi. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:

If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com/ , the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

- Members who may require any technical assistance or support before or during the AGM are requested to contact KFintech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com.
- If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS : MYEPWD <space> E-Voting Event number+ Folio No. (in case of physical shareholders) or DP ID Client ID (in case of Demat shareholders) to 9212993399.

Example for NSDL	MYEPWD <SPACE> IN12345612345678
Example for CDSL	MYEPWD <SPACE> 1402345612345678
Example for physical	MYEPWD <SPACE> XXX1234567890

vii. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast through e-voting (votes cast during the AGM and votes cast through remote e-voting) and will submit a consolidated Scrutinizer's Report of the total votes cast in favour and against, if any, to the Chairman or a person authorized by him in writing. The results will be announced within the time stipulated under the applicable laws.

viii. The result declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.tastybite.co.in/investors #investor-announcement . The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited

21. Brief resume of the directors proposed to be re - appointed vide Item No. 3 as mentioned in the Notice calling AGM, pursuant to the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

Mr. Matthew James Page has been a Non-Executive - Non Independent Director in the Company since 25 September 2024. He is proposed to be re- appointed as a director who retires by rotation.

A brief profile of Mr. Matthew James Page is as follows:

Date of birth and age	26th September 1974 (52 years)
DIN	10788632
Date of first appointment	25th September, 2024
Qualifications	History from university of York
Profile, Experience and Expertise in specific functional areas	Mr. Matthew James Page is currently the Chief Financial Officer of Mars Veterinary Health International, a role he has held since October 2023. Through its 70,000 associates and a network of nearly 3,000 veterinary clinics worldwide, Mars Veterinary Health provides preventive, general, specialty, and emergency veterinary care. Matthew has been with Mars for 14 years and brings extensive experience across various Mars segments. He joined Mars in 2009 as the UK Factory Finance Manager in the Mars Chocolate business. In 2012, he moved to Mars Petcare and Food Poland as Chief Financial Officer. He later returned to Mars Chocolate UK and Mars Global Travel Retail in 2014 as Vice President of Finance, where he contributed significantly through strong business partnering and value creation. In 2017, he was appointed Chief Financial Officer for Mars Multisales, focusing on strategic resource allocation across markets and portfolios while advancing the digitalisation agenda. Before joining Mars, Matthew worked in the retail sector, holding various finance and store support roles at Tesco from 2005 to 2009 and at Safeway from 2000 to 2005, holding range of finance and sales support roles.
Terms and conditions of appointment	Mr. Matthew James Page (DIN: 10788632) was appointed w.e.f 25 September 2024 as Additional Non-Executive and Non-Independent Director of the Company, and is liable to retire by rotation
Remuneration/ sitting fees last drawn	No remuneration/sitting fees is paid to Mr. Matthew James Page
Remuneration/ sitting fees sought to be paid	No remuneration/sitting fees will be paid to Mr. Matthew James Page
Number of meetings of board attended during FY 2025-2026	4 out of 4

Relationship with other directors, managers and other key managerial personnel of the company	Mr. Matthew James Page is not related to any director, manager or any key managerial personnel
Shareholding in the Company	N/A
Name of listed entities from which he has resigned in the past three years	N/A
Directorship in other companies as on 31 March 2026	N/A
Membership / Chairmanship of all Committees of other Boards	N/A

EXPLANATORY STATEMENT SETTING OUT MATERIAL FACTS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND OTHER APPLICABLE PROVISIONS

Item No :04

The Company was incorporated under the provisions of the Companies Act, 1956 and had adopted its Articles of Association in accordance with the provisions of the said Act.

Pursuant to the provisions of the Companies Act, 2013 and with a view to providing greater flexibility in relation to the retirement of directors by rotation and aligning the Articles of Association with the current legal framework, it is proposed to amend Article 121 of the Articles of Association of the Company.

Accordingly, it is proposed to amend Article 121 by deleting the existing proviso exempting the Managing Director or Joint Managing Director or Executive Director from retirement by rotation and substituting the Article with an updated provision consistent with the Companies Act, 2013. Upon the amendment becoming effective, the Managing Director, Whole-time Director or Executive Director shall be liable to retire by rotation to the extent required under Section 152 of the Companies Act, 2013 and the Articles of Association of the Company and subject to the terms and conditions of his/her appointment.

The proposed amendment will also update the references to the provisions of the erstwhile Companies Act, 1956 contained in Article 121 with references to the applicable provisions of the Companies Act, 2013.

In terms of Section 14 of the Companies Act, 2013, alteration of the Articles of Association requires the approval of the members by way of a Special Resolution.

The Board of Directors recommends the Special Resolution set out in the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their respective directorships, shareholding, if any, and to the extent the proposed amendment may affect the terms governing retirement by rotation of the Managing Director, Whole-time Director or any Executive Director, as applicable

Item No :05

Mr. Shashank Shekhar (DIN: 10942818) is presently serving as the Whole-Time Director (WTD) of the Company. Considering the organisational requirements and upon recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 29 May 2026 has approved the reclassification of Mr. Shashank Shekhar from Whole-Time Director Not Liable to Retire by Rotation to Whole-Time Director Liable to Retire by Rotation.

Post reclassification, Mr. Shashank Shekhar shall continue as Whole-Time Director of the Company, liable to retire by rotation.

Details pursuant to the Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

Date of birth and age	04-01-1979 (47 years)
DIN	10942818
Date of first appointment	08 February, 2025
Qualifications	Mr. Shashank Shekhar holds a Bachelor of Engineering (Mechanical Engineering) degree from Savitribai Phule Pune University.
Profile, Experience and Expertise in specific functional areas	Mr. Shashank Shekhar brings with him over 20 years of rich and diverse experience across the FMCG, consumer healthcare, and B2B sectors. He has an exceptional track record in supply chain management and operational excellence, having consistently delivered impactful results in customer service, cost efficiency, quality, and sustainability initiatives. His professional journey spans multiple geographies, including the UAE, Singapore, South Africa, and India, offering him a well rounded global perspective that will greatly enhance our strategic capabilities.
Terms and conditions of appointment	Mr. Shashank Shekhar (DIN: 10942818) was appointed w.e.f 08 February 2025 as Whole Time Director of the Company (not liable to retire by rotation)
Proposed designation	Whole Time Director of the Company, liable to retire by rotation

Remuneration/ sitting fees last drawn	INR 13.48 Mn (Paid in FY 2025-2026)
Remuneration/ sitting fees sought to be paid	INR 18.40 (proposed for FY 2026-2027 in postal ballot dated 04 may 2026)
Number of meetings of board attended during FY 2025-2026	4 out of 4
Relationship with other directors, managers and other key managerial personnel of the company	Mr. Shashank Shekhar is not related to any director, manager or any key managerial personnel
Shareholding in the Company	N/A
Name of listed entities from which he has resigned in the past three years	N/A
Directorship in other companies as on 31 March 2026	N/A
Membership / Chairmanship of all Committees of other Boards	N/A

Interest of Directors

Except Mr. Shashank Shekhar, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution.

Item No : 6,7&8

The following statement sets out all the material facts relating the Item No. 6 , Item No. 7 and Item No. 8 to be passed as mentioned in the accompanying notice:

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended, material related party transactions require prior approval of the shareholders through ordinary resolutions, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

The Company is seeking an approval from the shareholders for the financial year 2027–28 for related party transaction for Preferred Brands International Inc. ("PBI"), Mars Food UK Limited and Mars Food US LLC for the FY 2027-28, which has been approved by the Audit Committee and Board of Directors in meeting held on 29th May 2026.

In terms of Regulation 23 of the Listing Regulations, as amended, all material related party transactions ("**RPTs**") and subsequent material modifications thereto, for an aggregate value exceeding the percentage thresholds specified in Schedule XII to the Listing Regulations (presently, 10% of the annual consolidated turnover of the Company where the annual consolidated turnover is up to INR 2,00,000 million), shall require prior approval of members by means of an Ordinary Resolution. The said limits are applicable, even if the transactions are in the ordinary course of business of the Company and at an arm's length basis

Name of Related Party	Nature of Transaction	Approval Limited (INR in Million
Preferred Brands International Inc. ("**PBI**")	Sale of goods and sale of services and expenses incurred for and behalf of Preferred Brand International Inc for such sales and others ancillary expenses and/ or reimbursements in relation thereto	1000
Mars Food UK Limited	Sale of goods and sale of services and expenses incurred for and behalf of Mars Food UK Limited for such sales and others ancillary expenses and/ or reimbursements in relation thereto	2500
Mars Food US LLC	Sale of goods and sale of services and expenses incurred for and behalf of Mars Food US LLC for such sales and others ancillary expenses and/ or reimbursements in relation thereto	5000

PBI, the holding company of the Company is primarily engaged in marketing and distribution of ready-to-eat food products in the United States of America. The proposed transaction value with PBI for FY 2027-28 is equivalent of up to INR 1000 million, which is a material related party transaction, and hence, approval of the shareholders is being sought

Mars Food UK Limited is a fellow subsidiary, the proposed transaction value with Mars Food UK for FY 2027-28 is equivalent of up to INR 2500 million, which is a material related party transaction, hence, approval of the shareholders is being sought.

Mars Food US LLC is a fellow subsidiary, the proposed transaction value with Mars Food US LLC for FY 2027-28 is equivalent of up to INR 5000 million, which is a material related party transaction, hence, approval of the shareholders is being sought.

Details of the material related party transaction(s), including the information required to be disclosed as part of the Explanatory Statement pursuant to the Listing Regulations and the proposed material modification(s) thereto, are as follows:

The minimum information placed before the Audit Committee for approval (including ratification) of RPTs in relation to PBI , Mars Food UK and Mars Food US LLC, including details of historical and proposed transaction values, percentage turnover, nature of transactions and financial profile of the counterparties, is reproduced in the body of this notice:

A (1) Basic details of the related party

S. No.	Particulars of the information	Information provided by the management		
1	Name of the related party	Preferred Brands International Inc. (PBI)	Mars Food UK Limited	Mars Food US LLC
2	Country of incorporation of the related party	USA	UK	USA
3	Nature of business of the related party	Preferred Brands International Inc. (PBI) incorporated in USA is a operating company – food wholesaler	Mars Food UK Limited incorporated in England & Wales is a operating company in food manufacturing.	Mars Food US is operating company in food manufacturing.

B (2) Relationship and ownership of the related party

S. No.	Particulars of the information	Information provided by the management		
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Preferred Brands International Inc. (PBI) is a Holding Company.	Mars Food UK is a fellow subsidiary	Mars Food US LLC is a fellow Subsidiary
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil	Nil	Nil
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	74.23%	74.23%	74.23%
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital,then capital contribution, if any, made by the listed entity	Nil	Nil	Nil

A (3) Details of previous transactions with the related party

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>
Preferred Brands International Inc: The details are as under:
<table>
<tr><th>S. No</th><th>Nature of Transactions[1]</th><th>FY 2025-26 (INR in millions)</th></tr>
<tr><td>1</td><td>Sale of goods</td><td>1516.91</td></tr>
<tr><td>2</td><td>Other transactions</td><td></td></tr>
<tr><td>A</td><td>Reimbursement charged to RP</td><td>78.29</td></tr>
<tr><td>B</td><td>Reimbursement charged by related party</td><td>0.64</td></tr>
<tr><td></td><td>Total</td><td>1595.84</td></tr>
</table>
Mars Food UK Limited: The details are as under:
<table>
<tr><th>S. No</th><th>Nature of Transactions[1]</th><th>FY 2025-26 (INR in million)</th></tr>
<tr><td>1</td><td>Sale of goods</td><td>576.36</td></tr>
<tr><td>2</td><td>Sale of Services</td><td>21.62</td></tr>
<tr><td>3</td><td>Other transactions</td><td></td></tr>
<tr><td>a</td><td>Reimbursement charged to related party</td><td>50.90</td></tr>
<tr><td></td><td>Total</td><td>648.88</td></tr>
</table>
No Transaction with Mars Food US LLC during the FY 2025-26
</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>The information provided as above in point no. 1, the information provided for the Year ended on 31st March, 2026.
The total transaction value with the above related parties INR 2244.72 million.</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>None</td></tr>
</table>

A (4) Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	PBI: INR 1000 million Mars Food UK: INR 2500 million Mars Food US LLC: INR 5000 million
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	PBI: 18.23% Mars Food UK: 45.57% Mars Food US LLC: 91.14% This is based on FY 25-26 transactions.

S. No.	Particulars of the information	Information provided by the management
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover for the immediately preceding financial year, if available.	PBI: 19.20% Mars Food UK: 11.86% Mars Food US LLC: 13.01%
6	Financial performance of the related party for the immediately preceding financial year:	See below

Preferred Brand International Inc

Particulars	Amount USD'000	Amount in INR Million
Turnover	58,006	5,208
Profit After Tax	728	65
Net worth	-49,755	-4,467
Mid-market conversion rate as on 27-12-2025		

PBI is US based company that follows the calendar year basis reporting, the amount is based on calendar year 2025.

Mars Food UK Limited

Particulars	Amount GBP'000	Amount in INR Million
Turnover	1,96,358	21,083
Profit After Tax	19,186	2,060
Net worth	1,30,133	13,972
Mid-market conversion rate as on 29-12-2024		

Mars Food UK the number is based on latest audited records.

Mars Food US LLC

Particulars	Amount USD'000	Amount in INR Million
Turnover	4,27,959	38,422
Profit After Tax	57,550	5,167
Net worth	6,49,142	58,280
Mid-market conversion rate as on 27-12-2025		

Mars Food US LLC is US based company that follow the calendar year basis reporting, the amount is based on calendar year 2025.

A (5) Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction	Details are as under: **Preferred Brand International Inc** (see table below) **Mars Food UK:** (see table below) **Mars Food US LLC:** (see table below)

Preferred Brand International Inc

S. No	Nature of Transactions[1]	FY 2027-28 (INR in millions)
1	**Sale of goods**	**750**
2	**Other transactions**	
A	Reimbursement charged to RP	200
B	Reimbursement charged by related party	50
	Total	**1000**

Mars Food UK:

S. No	Nature of Transactions[1]	FY 2027-28 (INR in millions)
1	**Sale of goods**	2100
2	**Sale of Services**	250
3	**Other transactions**	
a	Reimbursement charged to related party	150
	Total	**2500**

Mars Food US LLC:

S. No	Nature of Transactions[1]	FY 2027-28 (INR in million)
1	Sale of goods	4600
2	Other transactions	
3	Reimbursement charged to RP	200
a	Reimbursement charged by related party	200
	Total	**5000**

S. No.	Particulars of the information	Information provided by the management
2	Details of each type of the proposed transaction	**Preferred Brand International Inc:** • **Sale of goods** Sale of ready-to-eat products to PBI Other Transactions and the expenses charges to Related Party freight Charges and by the Related party with respect to travel and courier expenses. **Mars Food UK Limited** • **Sale of goods** Sale of ready-to-eat products to Mars Food UK • **Sale of Services** Research &Development Charges and the expenses charges to Related Party freight Charges **Mars Food US LLC** • **Sale of goods** Sale of ready-to-eat products to Mars Food US LLC • **Sale of Services** Research & Development Charges And the expenses charges to Related Party freight Charges
3	Tenure of the proposed transaction	As and when, depending on business requirements for a maximum period of one financial year i.e., FY 2027-28.

S. No.	Particulars of the information	Information provided by the management
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break- up financial year-wise.	The aggregate value of proposed transactions for FY 2027-28: INR 1000 million with PBI; INR 2500 million with Mars Food UK Limited; INR 5000 million with Mars Food US LLC.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company manufactures ready-to-eat food products and other food products. PBI and Mars entities are marketing/ distributing these products. Approximately, 41% of revenue of the Tasty Bite Eatables Limited is generated by this business.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly a. Name of the director b. KMP Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Hans Bakker & Mr. Matthew James Page are Non-Executive, Non-Independent directors of the company and employee of the Mars Group and they both does not hold any share of company. Their interest or concern or that of their relatives, is limited only to the extent of their holding directorship/shareholding in the Company
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The Audit Committee approved the proposed RPTs transaction based on fairness opinion by a reputed independent external consulting firm for pricing and arm's length compliance, and the report confirms that same are at arm's length. The weblink for accessing the external report is https://www.tastybite.co.in/investors#investor-announcement
9.	Other information relevant for decision making.	All relevant information forms a part of this disclosure setting out requisite facts.

PART – B

Details of specific transactions in addition to Part B

B (1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances with Preferred Brand Internation Inc , Mars Food UK Limited and Mars Food US LLC:

S. No.	Particulars of the information	Information provided by the management
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Bidding process was not required. Given the legacy of the transactions, all these proposed transactions are based on routine requirements and in relation to usual business operations of the Company. These related party transactions are in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in.
2	Basis of determination of price.	All contracts with related parties, defined under Section 2(76) of the Companies Act, 2013, are reviewed for arm's length testing, internally on a periodic basis, by the management. The pricing of these related party transactions are determined as under: • **Sale of goods** The Company's mark-up from the transaction under consideration falls within the arm's length range of operating margins observed in comparable companies. Accordingly, it is consistent with the arm's length principle as determined using the Transactional Net Margin Method ('**TNMM**'). • **Sale of Services** The Company's mark-up from the transaction under consideration falls within the arm's length range of operating margins observed in comparable companies. Accordingly, it is consistent with the arm's length principle as determined using the CUP Method (comparable uncontrol price method) • **Other related party transactions:** The other transactions are based on legacy contractual agreements (wherever applicable) and are cost to cost reimbursement between the respective parties, in line with the market practices. The pricing for these transactions is consistent with arm's length principles having regard to economic and commercial factors. The transactions are in the ordinary course of business representing a long-standing practice of the Company and have been consistently undertaken. Additionally, such transactions are aligned with and covered under the main objects outlined in the Company's Memorandum of Association.
3	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	**Preferred Brand International Inc, Mars Food UK and Mars Food US LLC** - The transactions proposed in this resolution occur at an arm's length basis where parties do not extend trade advances to each other therefore disclosure to this effect is not applicable.
	a. Amount of Trade advance	Not applicable
	b. Tenure	Not applicable
	c. Whether same is self-liquidating	Not applicable

The said transaction, being a material RPT, requires prior approval of the members of the Company in accordance with Regulation 23 of the Listing Regulations.

Members may note that in terms of the provisions of the Listing Regulations, the related parties as defined thereunder (whether such related party(ies) are a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 6, 7 & 8.

The aforesaid limits shall represent the maximum aggregate value of transactions during FY 2027-28 and shall include all transactions of similar nature entered into with the respective related party. Further, the transactions shall be undertaken subject to compliance with applicable provisions of the Act, Listing Regulations, transfer pricing regulations, Foreign Exchange Management Act, 1999 (where applicable) and other applicable laws.

The Independent Directors, after considering the recommendation of the Audit Committee, are of the view that the proposed transactions are in the interest of the Company and its minority shareholders.

Except as mentioned above, none of the directors and key management personnel of the Company and/or their respective relatives are, in any way, concerned or interested either directly or indirectly, financially or otherwise in the resolution set out at Item No. 6, 7 & 8 of the accompanying notice.

Based on the review and approval of the Independent Directors on the Audit Committee, the Board of Directors of the Company recommends the Ordinary Resolution contained in Item No. 6, 7 & 8 of the accompanying notice to the members for approval.

By Order of the Board of Directors
Tasty Bite Eatables Limited

Vimal Tank
Company Secretary and Compliance Officer
Membership No. A22370

Date:17 July 2026
Place: Pune