

BOHRA INDUSTRIES LIMITED

CIN: L24117RJ1996PLC012912



Registered Office: 301, Anand Plaza, University Road, Udaipur, Rajasthan 313001
Email id: bil@bohraindustries.com, Phone: +91-294-2429513; Fax: +91-294-2429515
Website: <http://www.bohraindustries.com>

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

(Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended)

Dear Members,

NOTICE IS HEREBY GIVEN THAT THE EXTRA-ORDINARY GENERAL MEETING (EOGM) No. 01/2026-27 OF THE MEMBERS OF BOHRA INDUSTRIES LIMITED WILL BE HELD ON MONDAY, 27 APRIL 2026, THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM) AT 03:00 P.M. (IST) TO TRANSACT THE BUSINESSES MENTIONED BELOW:

SPECIAL BUSINESS:

1. ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION 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 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with applicable rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of the Registrar of Companies and such other regulatory authorities as may be required, and in accordance with Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), the consent of the Members of the Company be and is hereby accorded for alteration of the **Object Clause** of the Memorandum of Association of the Company by substituting clause the existing Clause III(A) and III (B) with the following new Clause III(A) and III(B) and deleting the existing Clause III(C):

III. The Objects for which the Company is established are:

A. MAIN OBJECT CLAUSE:

- To manufacture, process, formulate, mix, compound, granulate, import, export, buy, sell, distribute or otherwise deal in fertilizers, agro-chemicals, pesticides, petrochemicals and industrial chemicals including Single Super Phosphate (SSP) and Granulated Single Super Phosphate (GSSP), nitrogenous, phosphatic and potash fertilizers, acids, alkalis, salts, chemical compounds and their derivatives, by-products, residues and raw materials and to carry on operations relating to processing, mixing, treatment and manufacture of such chemicals and fertilizers.*

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2. *To carry on business in India or abroad as manufacturers, miners, importers, exporters, buyers, sellers, agents, dealers or service organisations in minerals, ores, metals and industrial materials including iron ore, ferrous and non-ferrous metals, coal, petroleum coke, limestone, dolomite, refractories, graphite, electrodes, industrial gases and other related products and to undertake activities connected with processing, trading or dealing in such materials and to carry on any other business which may conveniently be carried on in connection therewith.*
3. *To carry on the business as engineering and procurement contractors, general, mechanical, process and civil engineers and contractors and to enter into contracts or joint ventures for the erection, construction, commissioning, supervision, operation, maintenance, alteration, repair and execution of works of every description including plants, factories, mills, refineries, pipelines, gas works, electrical works, power plants, water works, water treatment plants, mines, ports, airports and other industrial or infrastructure projects and to undertake turnkey projects and supervision of plants and factories and to manufacture, assemble, install, import, export, buy, sell, hire, distribute or otherwise deal in engineering goods, cooling systems, heat exchangers, monitoring equipment, industrial tools, ferrous and non-ferrous metals, metal products and other industrial equipment and components.*
4. *To act as engineering, technical, financial and management consultants and advisors and to undertake feasibility studies, project reports, surveys, evaluations, forecasts, supervision and quality control services and to provide engineering, administrative, advisory, commercial and management consultancy services in relation to power plants, chemical, petrochemical, steel, iron and other industrial plants, factories and organisations and to undertake turnkey projects and to invest in or acquire interests in companies carrying on such businesses.*
5. *To manufacture, install, operate and maintain wind electric generators, turbines, solar modules and other renewable or conventional power equipment and components and to establish, commission, operate and maintain wind farms, captive power plants, waste heat recovery plants, power systems, transmission networks, substations and distribution systems and to generate, accumulate, transmit, distribute, trade and supply electricity or other forms of power on build, own and operate (BOO), build, own and transfer (BOT), build, own, operate and transfer (BOOT) or any other basis in accordance with applicable laws.*

B. INCIDENTAL OR ANCILLARY OBJECT CLAUSE:

1. *To act as agents, distributors, stockists, for the Government or other authorities or for manufacturers, merchants and others to carry on agency business.*
2. *To carry on the business as manufacturers, exporters, importers, contractors, sub-contractors, sellers, buyers, agents of fibre reinforced thermoplastics engineering plastic products, components and systems.*
3. *To carry on the business as manufacturers, exporters, importers, contractors, sub-contractors, sellers, buyers, agents of thermosetting Resin system based composite components, products and systems.*

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4. *To carry on the business as manufacturers, exporters, importers, contractors, sub-contractors, sellers, buyers, agents of Thermosetting resins, two-component coating, solvents, rigid structural foams and speciality chemicals.*
5. *To carry on the business as manufacturers, exporters, importers, contractors, sub-contractors, sellers, buyers and agents for wind mills and components and parts, including Rotor Blades, braking systems, tower, nacelle, control unit, generator,*
6. *To carry on the business of manufacturers, exporters, importers, contractors, sub-contractors, sellers, buyers and agents for renewable energy systems like solar, biomass, solid wastes, by-product gases and components thereof.*
7. *To carry on business as importers, exporters, dealers and traders in Iron Ore, Coal, Coke, Oils, including Hydrocarbon products, Refractories, Iron and Steel and other components and materials required by the Metallurgical industries and Power Plants.*
8. *To carry on business as manufacturers, exporters, importers, contractors, sub-contractors, sellers, buyers, agents of Ropeway systems, cable cars, light rail systems, ski lifts, mass transit systems, railway systems and components and sub-assemblies for all applications.*
9. *To advance, deposit or lend money, securities, property (not amounting to the business of banking as defined under the Banking Regulation act, 1949) to or with such persons, firms or bodies corporate as the Company thinks fit and in particular to customers and others having dealings with the Company and on such terms as may seem expedient, and to discount, buy, sell, and deal in bills, notes, warrants, coupons, and other negotiable or transferable securities or documents and to guarantee the performance of any contract by any such person.*
10. *To purchase or otherwise acquire and to sell, exchange, surrender, lease, mortgage, charge, convert, hold, turn to account, dispose off and deal in real and personal property and rights of all kinds and in particular lands, buildings, hereditament, business undertakings, and concerns, debenture - stocks, mortgages, debentures, produce, concession, options, contracts, patents, annuities, licenses, stocks, shares, securities, bonds, policies, book debts and claims, privileges and chooses in action of all kinds, including any interest in real or personal property and any claim against such property or against any person or company and to carry on any business, concern or undertaking so acquired.*
11. *To adopt and to carry into effect with or without modification all or any of the arrangements or agreements made for the purpose of achieving the objects of the Company as mentioned in clause III hereof.*
12. *To receive money, securities, securities, valuables of all kinds on loan or deposit (not amounting to the business of banking as defined under the Banking Regulation Act,1949) and to borrow or raise money in such manner as the Company shall think fit and in particular by issue of debentures or debenture - stocks (perpetual or otherwise) or bonds and to secure the repayment of any money borrowed, raised, or owing by mortgage, charge or lien upon all or any of the Company's property (both present and future) including its uncalled capital and also by similar mortgage charge or lien to secure and guarantee the performance by the Company or any other person or body corporate of any obligation undertaken by the Company or any other person or body corporate as the case may be; provided that the Company shall not carry on the business of banking.*

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13. *To draw, make, accept, endorse, negotiate, discount, execute and issue promissory notes, hundies, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.*
14. *To acquire from time to time and to deal in all such stock -in -trade, plant and machinery, goods, chattels and effects as may be necessary or convenient for any business for the time being carried on by the Company.*
15. *To invest and deal with any money of the Company not immediately required in such investments as the Company may deem fit and to hold, sell, vary or otherwise deal with such investments.*
16. *To purchase or otherwise acquire all or any part of the business, properties and liabilities of any company, society, partnership or person, formed for all or any part of the purposes within the objects of this company and to conduct and carry on, or liquidate and wind up any such business.*
17. *To undertake financial and commercial obligations, transactions and operations of all kinds in connection with the business of the Company.*
18. *To enter into arrangements for technical collaboration and/or other forms of assistance, including capital participation with foreign or Indian manufacturers of electrical and allied products and to pay for such technical assistance or collaboration, royalties or other fees in cash or by allotment of equity or other capital of the Company credited as paid up or by issue of debenture or debenture stock.*
19. *To issue on commission, subscribe for, purchase or otherwise acquire and sell, dispose of, exchange, hold and deal in shares, commercial paper or other negotiable instruments, bonds, debentures, debenture-stocks, public securities or other securities issued by any authority, Central, State, Municipal, local or otherwise.*
20. *To subscribe, to become a member of, to enter into partnership, subsidies and cooperate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Company, and to procure from and communicate to any such association, such information as may be likely to forward the objects of the Company.*
21. *To build, construct, alter, enlarge, remove, pull down, replace, maintain, improve, develop, work, control, and /or manage any building, offices, factories, mills, water works, gas works, electric power, heat and light supply works and other works and conveniences which the Company may think directly or indirectly conducive to its objects or which may advance their interests of the Company and to contribute or otherwise assist or take part in the construction, maintenance, development, working, control and management thereof and to join with any other person or company as partner or co-worker in doing any of these things.*
22. *To improve, manage, develop, grant rights or privileges in respect of otherwise deal with all or any part of the property and rights of the Company.*
23. *To vest any real or personal property, rights or interest acquired by or belonging to the Company or any such person or other company on behalf of or for the benefit of the Company, with or without any declared trust in favour of the Company.*
24. *To purchase, take on lease, exchange, hire or otherwise acquire any movable or immovable property or any rights or privileges which the Company may think necessary or convenient for its business.*

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25. *To apply for, purchase or otherwise acquire, protect and renew in any part of the world patents, licenses, concessions, patent rights, trade marks, designs, etc., conferring any exclusive or non - exclusive or limited right to their use, or any secret or other information regarding any invention or research which seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated directly or indirectly to benefit the Company and to use, develop or grant licenses in respect thereof or otherwise turn to account the rights or information so acquired and to expend money in experimenting upon, testing or improving any such patents, rights or inventions.*
26. *To acquire and undertake the whole or any part of the business, property or liabilities of any person, firm or body corporate, either carrying on or proposing to carry on any business which the Company is authorised to carry on, or having property suitable for the Company or which can be carried on in conjunction therewith or which is capable of being conducted to directly or indirectly benefit the Company.*
27. *To pay for any rights or property acquired by the Company and to remunerate any person, Company or public bodies as and by way of agency for commission or brokerage, whether by cash payment or by allotment of shares, debentures or other securities of the Company credited as paid up in full or in part or otherwise.*
28. *To adopt such means of making known the business of the Company as may seem expedient, and in particular by advertising in the press, by circulars, by purchase and exhibitions or works of art of interest, by publication of books and periodicals, and by granting prizes, rewards and donations subject to restrictions of the Companies Act.*
29. *Subject to the provisions of the Act, to amalgamate enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession or for limiting competition with any person, firm or body corporate whether in India or outside carrying on or engaged in or about to carry on or engage in any business or transactions which the Company is authorised to carry on or engage in, or which can be carried on in conjunction therewith or which is capable of being conducted to directly or indirectly benefit the Company and further to enter into any arrangement or contract with any person, association or body corporate whether in India or outside, for such other purpose that may seem conducive to the objects of the Company.*
30. *To establish, promote or concur in establishing or promoting any Company or Companies for the purpose of acquiring all or any of the rights, liberties and properties of the Company or for any other purpose which may seem directly or indirectly calculated to benefit the Company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company or companies subject to prior approval of SEBI, if required.*
31. *To lease, let out on hire, mortgage, pledge, hypothecate, sell or otherwise dispose of the whole or any part or parts of the undertaking of the Company or any land, business, property, rights or assets of any the Company or any share of interest therein respectively in such manner and for such consideration as the Company may think fit, and in particular for shares, debentures or securities of any other body corporate having objects altogether or in part similar to those of the Company.*

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32. *To establish and equip laboratories and carry on analytical, experimental and other work or undertake any research in relation to the objects of the Company.*
33. *To undertake, carry out, promote, sponsor or to otherwise assist any activity for the promotion and growth of national economy and for what the Company may consider to be its moral or social responsibility to the public or a section thereof, or what the Company considers likely to promote national welfare or social, economic or moral uplift of the public or any section thereof, in such manner as the company thinks fit.*
34. *To pay any premiums and to pay for any property, right or privileges acquired by the Company or for services rendered or to be rendered in connection with the promotion, or the business of the Company or for services rendered or to be rendered by any person, firm or body corporate in placing or assisting to place or guaranteeing the placing of any of the shares of the Company or any debentures, debenture-stocks, bonds or other securities of the Company, and to issue any such shares either as fully paid up or with such amount credited as paid up thereon as may be agreed upon, and to charge any such bonds, debentures or other securities upon all or any part of the property of the Company.*
35. *To adopt such means of making known the products, business and interest of the Company as it may seem expedient and in particular by advertising in the press, radio, video, television, cinema or by hoarding or by purchase and exhibitions of works of art or general interest, by publication of books and periodicals and by granting prizes, rewards and donation or sponsoring events or activities of general public interest.*
36. *To remunerate or undertake or contribute or otherwise assist any national, charitable, benevolent, religious, public, scientific, rural, general or other useful object or institution as the company deem fit, subject to the provisions of the Companies Act, 2013.*
37. *To take into consideration and to approve and confirm and or carry out all acts, deeds or things that may be done or entered into with any person, firm or body corporate by the promoters of the Company and further to enter into any arrangement, agreement or Contracts with the promoters and to reimburse them for all costs and expenses that may be incurred by them in or in connection with the promotion of the Company.*
38. *To establish and maintain or procure the establishment and maintenance of any provident fund or any contributory or non-contributory pension or superannuation fund and to give donations, gratuities, pensions, allowances, emoluments, bonuses, profit sharing bonuses, prizes, benefits, or any other payment to persons who are or were at any time in the employment or service of the Company or its successors, in business or of any company, which is a subsidiary of the Company or is allied to or associated with the Company or with any such subsidiary or who were at any time Directors of the Company or any such other company as aforesaid and the wives, widows, families, dependents or connections of any such persons and to provide for the welfare of all or any of the aforesaid persons from time to time by subscribing, subsidising or contribution to any institution, association funds, clubs, trusts, profit sharing or other schemes, and by building or contributing to the building of dwelling houses or quarters and by providing, subscribing or contributing towards places of instruction and recreation, hospitals and dispensaries, medical and other attendances; and to make payments to or towards the insurance of any such persons as aforesaid and to do any of the matters aforesaid either alone or in conjunction with any such other company.*

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39. *To aid monetarily or otherwise any association, body or movement having for its objects the solution, element or solving of industrial or labour problems or the promotion of industry or trade.*
40. *To subscribe or donate or to guarantee money for any national, philanthropic, charitable, benevolent, public, general, religious, scientific, rural or useful object fund or organisation, association or institution or for any exhibition or for any purpose which may be likely, directly or indirectly, to further the objects of the Company or the interest of its members.*
41. *To receive gifts, privileges and benefits, whether in cash or in kind, and to undertake and execute any trust either gratuitously or indirectly conducive to any of its objects or otherwise expedient.*
42. *In the event of winding up, to distribute all or any of the property of the Company amongst the members in pieces or in kind or any proceeds of sale or disposal of any property of the Company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law.*
43. *To do all or any of the above things in any part of the World as principals, agents, contractors or otherwise and either alone or in conjunction with others, and to establish offices, agencies or branches for carrying on any of the aforesaid objects in India or elsewhere in the World and to undertake the management of the Company.*
44. *To acquire any shares, stocks, debentures, debenture-stocks, bonds, obligations, securities by original subscription, participation in syndicates, tenders, purchases, exchanges or otherwise, and to subscribe for the same either conditionally or otherwise to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incidental to the ownership thereof.*
45. *To vary and otherwise dispose of exchange, transfer or alienate any of the Company's investments.*
46. *To open account or accounts with any Bank or Banks and to pay into and withdraw money from such account or accounts, whether they may be in credit or debit.*
47. *To act as tug owners, wharfingers, gas makers, ship owners and owners and manager of Shipping Accessories, appurtenances, tools, machinery and other shipping property and to do business as freight contractors, bargeowners, lightermen, hoymen, ferrymen, owners of motorboat, steam launches and to act as Shipping Agents, Carriers, Charters, Stevedores, Clearing and Forwarding Agents, Exporters and Importers and Contractors, Tenderers, Suppliers and Transporters.*
48. *To do the business of carriers by land, sea and water to hire purchase, sell, mortgage, alienate, exchange and otherwise acquire Ships, Barges, Boats and Vessels, Lorries, Cranes, Tractors and other earthmoving equipments, Lorries, Tractors, Cranes and allied machinery goods.*
49. *To manufacture, produce, buy, sell, import, export, stock and deal in all sorts of equipments machinery useful in the shipping industry and industries allied in shipping industry and industries allied in shipping industry including Cranes and Barges.*
50. *To establish and maintain a line of steam and other vessels between such ports as may, for the time being and from time to time, appear fit or expedient.*
51. *To manage land, building and other properties, whether belonging to the Company or not, and to collect rent and income, and to supply tenants and occupiers and others,*

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refreshments, attendance, light, waiting rooms, reading rooms, meeting rooms, electric conveniences and other advantages.

52. *To carry on business as producers, manufacturers, processors, converters, refiners, makers, bottlers, stockiest, dealers, importers, exporters, traders, retailers, agents, buyers and sellers of oxygen, acetylene, ammonia, carbondioxide, nitrogen, hydrogen, helium and other types of all kinds of gases required for or used in industries, agriculture, clinics, hospitals, refrigeration, aviation, transport vehicles, space rockets and crafts, communication, objects and media, power plants, domestic or public lighting, heating, cooling, or cooking purposes, lighters, plants producing water, chemicals or fuels, pesticide defence or warfare establishments, horticulture, forest or plant protection and growth and other allied purposes and to services, repair, manufacture market or deal in machinery plant, spares, cylinders, containers, gadgets, appliances, producing any of such gases and products.*
53. *To carry on business as timber merchants, saw mill proprietors and timber growers, and to buy, sell, grow, prepare for market, manipulate, import, export and deal in timber, teak, plywood, fire-wood and wood of all kinds and to manufacture and deal in articles of all kinds in the manufacture of which timber, plywood or other wood is used and to buy, clear, plant and work timber estates.*
54. *To produce, manufacture, refine, prepare, process, purchase, sell, import, export or generally deal in construction materials including bricks, sand, stone, marble, tiles, refractors, china wares, sanitary materials, pipes, tubes, tubular structures, cement, paints, adhesives, sheets, roofings, glass furniture, fittings, electrical goods, water supply or storage equipments, floor polish, door closers, concrete mixers, elevators and any other building or decorative materials made of or by product of cement, stone, clay, timber, teak, board, fibre, paper, glass, rubber, plastic or other natural or synthetic substance or chemical.*
55. *To carry on the business as organisers, agents, holders, dealers of or investors in saving units or units issued by the Unit Trust of India and mobilise savings from members of the Company or public, to invest and deal with the funds available with the Company as may be deemed fit from time to time and to pay, allow give or distribute interests, dividends, prize or gifts on or in relation to any such units or units by not amounting to lotteries. Provided that the Company shall not do any banking business as defined under the Banking Regulations Act 1949, or any statutory modification thereof.*
56. *To carry on business as manufacturers, fabricators, producers, importers, exporters, dealers, agents, stockists, retailers, traders and brokers of foundry equipment, accessories, spares, chemicals, raw materials, fuel, stores, parts, apparatus and goods used in or required by the foundries and producers of steel or metal.*
57. *To carry on business as manufacturers, processors, rerollers, smelters, converters, producers, exporters, importers, traders, dealers, distributors, stockiest, buyers, sellers, agents or merchants in all kinds of and forms of steel and iron casting, steel including mild, high carbon, spring, high speed, tool, alloy, stainless and special steels iron, metals, and alloys, ingots, billets, bars, joists, rods, squares, structural, tubes, poles, pipes, sheets, wires, rails, rolling materials, rollers, other materials made wholly or partly in or of steel, alloys or metals, required in or used for industrial, agricultural, transport, commercial, domestic, building, power transmission, and/or construction purposes*

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58. *To carry on business as manufacturers, producers, refiners, processors, converters, traders, importers, exporters, retailers, stockiest, buyers, or sellers of caustic soda, soda ash, chlorine, bleaching materials, soap and detergents, organic, inorganic and/or mixed, chemicals including heavy chemicals, phosphoric acid, fertilizers, synthetic resins, plastic or P.V.C. materials, and such goods, machineries and part required for used in or based on partly or fully, one or more of the aforesaid material or products.*
59. *To carry on business as advisers and / or consultants for matters and problems relating to the industries administration, management, organization, accountancy, costing, financial , marketing , import , export, commercial or economic activities ; labour statical organisation , methods, quality control personnel and data processing , technical know -how, operation, manufacture, production, storage, distribution, sale and purchase of goods , property and other activities of and in relation to any business, trade , commerce, industry , mine , agriculture of and in relation to any business, trade, commerce, industry, agriculture, building, real estates, plant or machineries and all systems, methods, techniques, processes, principles in relation to the foregoing and to carry on business of rendering services on any one or more of aforesaid matters to any person, firm, company, trust, association, institution, society, body, corporate, government or government department , public or local authorities or any other organisation what so ever, to act as intermediaries in the introduction of collaborators, sellers, purchasers, partners, tenants, agents, consumers and employees but do not fall within the scope of the office of the managing agents or secretaries and treasurers of a company as defined under the Companies Act, 2013.*
60. *To carry on research and developments work for industrial, agricultural and minerals productivity and methods of production, matters and problems relating to accountancy, business management, distribution, marketing, and selling, to collect, analyse, examine, prepare, formulate, publish, distribute and circulate, date, strategy, reports, journals, books, magazines, newspapers, sports, education, society, cinema or real estates and to promote or propose such methods, procedures and measures as may be considered desirable or beneficial for all or any of the objects of the Company and for extending developing and/or improving and type of business, trade, estate, industry, commerce, organisation, methods, techniques, technical know-how, patents, trade makers and procedures to consider and evaluate problems relating to administration, management, production, storage, distribution, finance, marketing and sale and/or relating to the rendering of any service.*

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms with the Ministry of Corporate Affairs and intimations to the Stock Exchanges.”

2. ALTERATION/ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF THE COMPANY AS PER THE COMPANIES ACT, 2013

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

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“RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with applicable rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), the consent of the Members of the Company be and is hereby accorded to approve, adopt and substitute the new set of Articles of Association of the Company, in place of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution, including filing of necessary forms with the Ministry of Corporate Affairs and intimations to the Stock Exchanges.”

**By Order of the Board of Directors of
Bohra Industries Limited**

**Place: Udaipur
Date: 03 April 2026**

**Sd/-
Atul Dave
Managing Director
DIN:09696561**

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NOTES:

1. Pursuant to the General Circulars 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and other circulars issued by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold EGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC
2. A member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf, and the proxy need not be a member of the Company. Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the members will not be available.
3. Participation of members through VC will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act.
4. Pursuant to the provisions of Section 113 of the Companies Act, Body Corporates/ Institutional / Corporate members intending for their authorized representatives to attend the meeting are requested to send to the Company, on bil@bohraindustries.com with a copy marked to ivote@bigshareonline.com from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.
5. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020, issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.
6. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on 27 March 2026. Members may note that the Notice has been uploaded on the website of the Company at <http://www.bohraindustries.com>. The Notice can also be accessed from the websites of the Stock Exchange, i.e., National Stock Exchange of India Limited at www.nseindia.com, respectively, and the EGM Notice is also available on the website of Bigshare (agency for providing the Remote e-Voting facility), i.e., <https://ivote.bigshareonline.com>. However, a member may also demand hard copies of the same via. Write to us at bil@bohraidustries.com.
7. In view of the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Companies Act, 2013, members who are holding shares of the Company in physical mode, are required to register their email addresses, to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialised form, who have not registered their email addresses with Depository Participant(s), are requested to register/update their email addresses with their Depository Participant(s).
8. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 ("Act") is annexed hereto.
9. Since the EGM is being held electronically, physical attendance of the Members has been dispensed with, and accordingly, the facility for appointment of proxies by the Members

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will not be available for the EGM. Therefore, the proxy form, attendance slip, and route map have not been annexed with this notice.

10. As per the provisions of Section 72 of the Act, the facility for making a 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 it. Members holding shares in physical form may submit Form No. SH-13 to the Company. Members holding shares in electronic form may submit the same to their respective depository participants.
11. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
12. Members are requested to write to the Company, their query(ies), if any, on the Accounts and operations of the Company at its registered office at least ten days prior to the date of the meeting to enable the management to keep the information ready at the meeting.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of a Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA, viz. Bigshare Services Private Limited.
14. As per Regulation 40 of the SEBI Listing Regulations and various notifications issued by SEBI in this regard, transfer of securities would be carried out in dematerialised form only with effect from April 1, 2019, except in the case of transmission or transposition of securities. The Company has complied with the necessary requirements as applicable, including sending letters by the RTA to shareholders holding shares in physical form and requesting them to dematerialise their physical holdings. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to also avail of the numerous benefits of dematerialisation. Members can contact the Company's RTA for assistance in this regard.
15. 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 will be entitled to vote at the EGM.
16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. A periodic statement of holdings should be obtained from the concerned DP, and holdings should be verified.
17. As per the green initiative of the Ministry of Corporate Affairs (MCA), members are requested to provide their e-mail addresses to the Registrar & Share Transfer Agent of the Company, namely M/s Bigshare Services Private Limited, to receive the various Notices and other Notifications from the Company in electronic form.
18. The Board of Directors of the Company has appointed CS Surya Prakash Moud, proprietor of S P Moud & Associates, Practicing Company Secretaries, as Scrutinizer to scrutinize the remote e-voting in a fair and transparent manner. The facility of casting votes by a member using remote e-voting, as well as voting through the ballot system on the date of the EGM.

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THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING EGM ARE AS UNDER:

- i. The voting period begins on Friday, 24 April 2026, at 09:00 AM(IST) and ends on Sunday, 26 April 2026, at 05:00 PM(IST). During this period, shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) of Friday, 17 April 2026, may cast their vote electronically. Bigshare shall disable the e-voting module for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. As per SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide a remote e-voting facility to their shareholders** in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facilities to the listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing the ease and convenience of participating in the e-voting process.

- iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020**, on the 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 numbers and email IDs in their demat accounts to access the e-Voting facility.
1. Pursuant to the above-mentioned SEBI Circular, **the Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL.	Users who have opted for the CDSL Easi / Easiest facility can log in through their existing user ID and password. The option will be made available to reach the e-Voting page without any further authentication. The URL for users to log in to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login , or visit the CDSL website www.cdslindia.com and click on the login icon & New System Myeasi Tab, and then use your existing my easi username & password.

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	<p>After successful login, the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-Voting option, the user will be able to see the e-Voting page of BIGSHARE, the e-Voting service provider, and you will be redirected to the i-Vote website for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, i.e., BIGSHARE, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, the option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access the e-Voting page by providing the Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on the registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the e-Voting is in progress, and also be able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE, and you will be redirected to the i-Vote website for casting your vote during the remote e-voting period.</p>
Individual Shareholders holding securities in demat mode with NSDL .	<p>If you are already registered for the NSDL IDeAS facility, please visit the e-Services website of NSDL. Open a web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile device. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login," which is available under the 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see the e-Voting services. Click on "Access to e-Voting" under e-Voting services, and you will be able to see the e-Voting page. Click on the company name or e-Voting service provider name BIGSHARE, and you will be redirected to the i-Vote website for casting your vote during the remote e-Voting period or joining a virtual meeting & voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, the 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</p> <p>Visit the e-Voting website of NSDL. Open a web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile device. Once the home page of the e-Voting system is launched, click on the icon "Login" which is available under the</p>

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	'Shareholder/Member' section. 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. After successful authentication, you will be redirected to the NSDL Depository site, where you can see the e-Voting page. Click on the company name or e-Voting service provider name BIGSHARE , and you will be redirected to the i-Vote website for casting your vote during the remote e-Voting period or joining a virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also log in using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for the e-Voting facility. After a Successful login, you will be able to see the e-Voting option. Once you click on the e-Voting option, you will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein you can see the e-Voting feature. Click on the company name or e-Voting service provider name, and you will be redirected to the e-Voting service provider website for casting your vote during the remote e-Voting period or joining a virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request to helpdesk.evoting@cdslindia.com or by contacting toll-free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request to evoting@nsdl.com or calling 022- 48867000.

2. Login method for e-Voting for shareholders other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL in an internet browser: <https://ivote.bigshareonline.com>
- Click on the "LOGIN" button under the 'INVESTOR LOGIN' section to log in to the E-Voting Platform.
- Please enter your 'USER ID' (User ID description is given below) and 'PASSWORD', which is shared separately on your registered email ID.

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- Shareholders holding shares in a **CDSL demat account should enter the 16 Digit Beneficiary ID** as the user ID.
- Shareholders holding shares in an **NSDL demat account should enter the 8 Character DP ID followed by the 8 Digit Client ID** as the user ID.
- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as the user ID.

***Note:** If you have not received any user ID or password, please email from your registered email ID or contact the i-vote helpdesk team. (Email ID and contact number are mentioned in the helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and log in.

NOTE: If Shareholders are holding shares in demat form and have registered on to the e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company, then they can use their existing user ID and password to log in.

- If you have forgotten the password: Click on 'LOGIN' under the 'INVESTOR LOGIN' tab and then click on 'Forgot your password?'
- Enter "User ID" and "Registered email ID". Click on the " I AM NOT A ROBOT (CAPTCHA) option and click on 'Reset'.
(In case a shareholder has a valid email address, the Password will be sent to his / her registered email address.)

Voting method for shareholders on the i-Vote E-voting portal:

- After successful login, the **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under the '**EVENTS**' option on the investor portal.
- Select the event for which you desire to vote under the dropdown option.
- Click on the "**VOTE NOW**" option, which is appearing on the right-hand side, top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**", or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, or "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote, you will receive a confirmation message on the display screen, and you will also receive an email at your registered email address. During the voting period, members can log in any number of times till they have voted on the resolution(s). Once a vote on a resolution is cast, it cannot be changed subsequently.
- Shareholders can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under the "**PROFILE**" option on the investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL in an internet browser:
<https://ivote.bigshareonline.com>

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- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**” to register yourself on the Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, a message will be displayed with “**User ID and password will be sent via email to your registered email ID**”.

NOTE: If the Custodian has registered on the e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company, then they can use their existing user ID and password to log in.

- If you have forgotten the password: Click on ‘**LOGIN**’ under the ‘**CUSTODIAN LOGIN**’ tab and further click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID.**” Click on the “ **I AM NOT A ROBOT (CAPTCHA)**” option and click on ‘**RESET**’.

(In case a custodian has a valid email address, the Password will be sent to his / her registered email address.)

Voting method for the Custodian on the i-Vote E-voting portal:

- After successful login, the **Bigshare E-voting system** page will appear.

Investor Mapping:

- First, you need to map the investor with your user ID under the “**DOCUMENTS**” option on the custodian portal.
 - Click on the “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload the power of attorney (POA) or board resolution for the respective investor, and click on “**UPLOAD**”.
- **Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
- Your investor is now mapped, and you can check the file status on display.

Investor Vote File Upload:

- To cast your vote, select the “**VOTE FILE UPLOAD**” option from the left-hand side menu on the custodian portal.
- Select the Event under the dropdown option.
- Download the sample voting file and enter relevant details as required, and upload the same file under the upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen, and you can also check the file status on display (Once a vote on a resolution is cast, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under the “**PROFILE**” option on the custodian portal.
-

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholders other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investors have any queries regarding E-voting, you may refer to the Frequently Asked Questions (“FAQs”) and i-Vote e-Voting module available at

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	https://ivote.bigshareonline.com , under the download section or you can email us at ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338
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4. **Procedure for joining the EGM through VC/ OAVM:**

For shareholders other than individual shareholders, holding shares in Demat mode & physical mode are given below:

- The Members may attend the EGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, the **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under the ‘**EVENTS**’ option on the investor portal.
- Select the event for which you desire to attend the EGM under the dropdown option.
- To join a virtual meeting, you need to click on the “VC/OAVM” link placed beside the “**VIDEO CONFERENCE LINK**” option.
- Members attending the EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the EGM are as follows:

- The Members can join the EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the EGM is the same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders who will be present in the EGM through the VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system in the EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/investors have any queries regarding the virtual meeting, you may refer to the Frequently Asked Questions (‘FAQs’) available at https://ivote.bigshareonline.com , under the download section or you can email us at ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338
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EXPLANTORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER

Item No. 1:

The existing main objects of the Company were carried out by the old management of the Company. In view of the Company's proposed business plans and strategic direction, the Board of Directors at its meeting held on **03 April 2026** approved the proposal to alter the Object Clause of the Memorandum of Association to include fertilizers, agro-chemicals, pesticides, petrochemicals and industrial chemicals including Single Super Phosphate (SSP) and Granulated Single Super Phosphate (GSSP), nitrogenous, phosphatic and potash fertilizers, acids, alkalis, salts, chemical compounds undertake, execute, develop, operate, manage, design, engineer, procure, construct, install, commission, maintain, and provide turnkey / EPC (Engineering, Procurement and Construction) contracts in India and abroad, including but not limited to projects in the sectors of infrastructure, civil construction, industrial structures, engineering works, utilities, transportation, energy, water, waste management, urban development, and related facilities for expansion into new verticals, diversification, regulatory alignment, forward integration.

The proposed alteration will enable the Company to undertake growth in fertilizers, agro-chemicals, pesticides, petrochemicals and industrial chemicals and Engineering and Procurement contractors, general engineers, mechanical engineers, process engineers, civil engineers, general mechanical and civil contractors and enter into contracts and joint ventures in relation to and to erect, construct, supervise, maintain, alter, repair, pull down and restore, either alone or jointly with other companies or persons, works of all descriptions, including plants of all descriptions, factories, mills, refineries, pipelines, gas works, electrical works, power plants, water works, water treatment plants, mines and ports including airports and to undertake turnkey projects of every description and to undertake the supervision of any plant or factory and to invest in Companies carrying on the above business, which is expected to enhance long-term growth and shareholder value.

With the passing of the Companies Act 2013, the Company needs to alter and add some of the clauses of the Incidental or Ancillary Objects Clause and to align the same with the new object clause, and hence the modification is carried out.

Pursuant to Section 13 of the Act, alteration of the Object Clause requires approval of Members by a **Special Resolution** and subsequent filing with the Registrar of Companies. As the Company is listed, necessary disclosures under **SEBI LODR Regulations** have been/will be made to the National Stock Exchange of India Ltd (NSE), where the Company is listed.

The draft Copy of the existing and altered Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during

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the business hours till date of this EGM. The Amendment shall be effective upon the registration of the resolution with the Registrar of Companies.

The Board of Directors recommends the Resolutions at Item No. 1 of the accompanying Notice for the approval of the Members of the Company as a Special Resolution.

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

Item No. 2:

The existing Articles of Association are no longer in full conformity with the Companies Act, 2013 ("New Act"). The New Act is now largely in force, and substantive sections of the Act which deal with the general working of companies have been notified. With the coming into force of the New Act, several articles of the existing Articles of Association of the Company require alteration/deletions. Given this position, it is considered expedient to wholly replace the existing Articles of Association with a new set of Articles. It is thus expedient to adopt the new set of Articles of Association in place of the existing Articles of Association of the Company, to be consistent with the provisions of Section 5 of the Companies Act, 2013, including Rules made thereunder. Hence, the Board of Directors proposed adopting a new set of Articles in place of the existing Articles of Association of the Company and seek shareholders' approval for the same.

Pursuant to Section 14 of the Act, alteration of the Articles of Association requires approval of Members by a **Special Resolution** and subsequent filing with the Registrar of Companies. As the Company is listed, necessary disclosures under **SEBI LODR Regulations** have been/will be made to the National Stock Exchange of India Ltd (NSE), where the Company is listed.

The draft Copy of the existing and altered Articles of Association of the Company is available for inspection at the registered office of the Company on any working day during the business hours till date of this EGM. The Amendment shall be effective upon the registration of the resolution with the Registrar of Companies.

The Board of Directors recommends the Resolutions at Item No. 2 of the accompanying Notice for the approval of the Members of the Company as a Special Resolution.

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

**By Order of the Board of Directors of
Bohra Industries Limited**

**Place: Udaipur
Date: 03 April 2026**

**Sd/-
Atul Dave
Managing Director
DIN:09696561**