



# NOTICE OF ANNUAL GENERAL MEETING

(Annual General Meeting)



## OBCL LIMITED

(Formerly known as Orissa Bengal Carrier Limited)

Financial Year 2025–2026



### **OBCL Limited**

CIN: L63090CT1994PLC008732

**Registered Office:** Jiwan Bima Marg, Pandri, Raipur (C.G.)-492001

**Corporate Office:** A-1, 3rd Floor, CG Elite Complex, Opposite Mandi Gate, Pandri, Raipur (C.G.)-492001

Website: [www.obclimited.com](http://www.obclimited.com) | Email: [cs@obclimited.com](mailto:cs@obclimited.com) | Tel: +91 771-2281321 | 0771-4054518

## **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 31st Annual General Meeting (AGM) of the Members of OBCL Limited (the "Company") will be held on Wednesday, the 16th day of September, 2026 at 11:00 AM IST at the Corporate Office of the Company situated at A-1, 3rd Floor, CG Elite Complex, Opposite Mandi Gate, Pandri, Raipur (C.G.)- 492001 to transact the following businesses:

### **ORDINARY BUSINESS:**

#### **1. Adoption of Audited Standalone & Consolidated Financial Statements for the year ended March 31, 2026**

To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, including Audited Balance Sheet as at March 31, 2026, the Statement of Profit & Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**:

**"RESOLVED THAT** the Audited Standalone & Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the report of the Board of Directors and Auditors thereon, as circulated to the Members and laid before the meeting be and are hereby considered, approved & adopted."

#### **2. Appointment of a Director in place of Mrs. Shakuntala Devi Agrawal (DIN: 01540586), who retires by rotation and being eligible, offers herself for re-appointment**

To appoint a director in place of Mrs. Shakuntala Devi Agrawal (DIN: 01540586), who retires by rotation as a director and being eligible, offers herself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, Mrs. Shakuntala Devi Agrawal (DIN: 01540586), who retires by rotation at this Annual General Meeting and being eligible, has offered herself for re-appointment, be and is hereby re-appointed as a Non-Executive Director of the Company, liable to retire by rotation."

### **SPECIAL BUSINESS:**

#### **3. Payment of Commission to Mrs. Shakuntala Devi Agrawal (DIN: 01540586), Non-Executive Director of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company and such other approvals, consents and permissions as may be necessary, the consent of the Members of the Company be and is hereby accorded for payment of commission to Mrs. Shakuntala Devi Agrawal (DIN: 01540586), Non-Executive Director, for each financial year during her tenure, within the overall limits prescribed under Section 197 of the Companies Act, 2013, as may be determined by the Board of Directors or the Nomination and Remuneration Committee from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to determine the amount of commission payable for each financial year, the manner of payment and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

**4. Re-appointment of Mr. Ashish Dakalia (DIN: 09201624) as an Independent Director of the Company for a second term of five consecutive years**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149,150,152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, and subject to such other approvals as may be required, Mr. Ashish Dakalia (DIN : 09201624), who meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from October 1, 2026 and ending on September 30, 2031.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall include any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, writings and filings as may be necessary, proper or expedient for giving effect to this resolution."

**5. Enhancement of Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013**

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

**"RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 ("the act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the Article of Association of the Company, and subject to such other approvals, permissions and sanctions as may be necessary, the consent of the Members of the Company 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 thereof authorized for the purpose), to borrow from time to time, any sum or sums of money, in such manner and upon such terms and conditions as the Board may deem fit, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount of such borrowings outstanding at any point of time shall not exceed Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crore Only).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, 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, to finalise the terms and conditions of the borrowings, to execute all such agreements, deeds, documents and writings, and to take all such steps as may be necessary, proper or expedient in this regard and to settle any question, difficulty or doubt that may arise in relation thereto."

**6. Creation of Charges, Mortgages and Hypothecation on the Assets of the Company under Section 180(1)(a) of the Companies Act, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014, the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary, the consent of the Members of the Company 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 thereof authorized for the purpose) to create, from time to time, such mortgages, charges, hypothecation, pledges and/or other security interests, in addition to the existing mortgages, charges and hypothecation created by the Company, on all or any of the movable and/or immovable properties of the Company, both present and future, and/or the whole or substantially the whole of one or more of the undertakings of the Company, in such form, manner and ranking and on such terms and conditions as the Board may deem fit, in favour of banks, financial institutions, lenders, debenture trustees, security trustees or any other persons or entities, for securing the borrowings, financial assistance, credit facilities, debentures or other obligations of the Company, whether already availed or to be availed in future, provided that the aggregate amount of such borrowings or obligations secured by such mortgages, charges, hypothecation, pledges and/or other security interests shall not exceed Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crore Only) at any point of time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize the terms and conditions of such mortgages, charges, hypothecation, pledges and other security interests, to negotiate, execute and deliver all deeds, documents, agreements and writings as may be necessary, and to do all such acts, deeds, matters and things as may be required or considered necessary, proper or expedient for giving effect to this resolution, including settling any question, difficulty or doubt that may arise in this regard."

Date: 29.07.2026

Place: Raipur

By the Order of the Board of Directors  
**OBCL Limited**

**Registered Office:** Jiwan Bima Marg,  
Pandri, Raipur-492001, India  
CIN: L63090CT1994PLC008732,  
**Website:** [www.obclimited.com](http://www.obclimited.com)  
**E-mail:** [cs@obclimited.com](mailto:cs@obclimited.com)

**Sd/-**  
**Ravi Agrawal**  
**Managing Director**  
**DIN: 01392652**

## NOTES:

1. The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business under Item No. 3, Item No. 4, Item No. 5 and Item No. 6 set above is annexed herewith.
2. The details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR) Regulations, 2015] and Secretarial Standard on General Meeting (SS-2) in respect of the Directors seeking re-appointment at this AGM is annexed hereto as Annexure A to the Notice.
3. A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and the proxy need not be a Member of the Company. A person can act as proxy on behalf of Member(s) not exceeding Fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company carrying voting rights. A Member holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
4. The instrument appointing the proxy (enclosed hereto) in order to be effective must be deposited (duly completed, stamped and signed) at the Corporate Office of the Company not less than Forty-Eight (48) hours before the commencement of the meeting.
5. Member(s)/Proxies/Authorized Representatives are requested to bring the enclosed attendance slip duly filled in and signed for attending the meeting. Member(s) are requested to mandatorily write the Client ID and DP ID number in the attendance slip.
6. Corporate Member(s) intending to send their authorized representative(s) to attend the meeting are requested to send a duly certified copy of the Board Resolution/Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the meeting.
7. Pursuant to Section 72 of the Companies Act, 2013, Member(s) of the Company may nominate a person in whom the shares held by him/them shall vest in the event of his/their unfortunate death. The nomination form may be filed with the respective Depository Participant.
8. In case of joint holders, only such joint holder who is named first in the order of names will be entitled to vote.
9. The route map of the venue of the AGM is annexed at the end of this report. The prominent land mark near the venue is Bank of India, Opp. Mandi Gate, Pandri, Raipur, Chhattisgarh, India-492001.
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Agreements in which the directors are interested, maintained under Section 189 of the Act, will be available for inspection by the Members at the meeting.
11. Members desirous of seeking any information relating to the Accounts of the Company may write to the Company at the registered office for the attention of Company Secretary, at least Seven (7) days in advance of the Meeting so that requisite information can be made available at the Meeting.
12. Members are hereby requested to intimate their details and the changes, if any, of their registered addresses to their respective Depository Participant(s).
13. All relevant documents referred to in the Notice of the Meeting shall be open for inspection at the Corporate Office of the Company during normal business hours (11:00 AM to 05:00 PM) on all working days, up to the date of the meeting.

14. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2015 and pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015, SS-2 issued by the Institute of Company Secretaries of India ("ICSI") and the provisions of the MCA Circulars and the SEBI Circulars, the business may be transacted through electronic voting system and the Company is providing for voting by electronic means (e-voting) to its Members through remote e-voting platform provided by the CDSL to cast their votes.
15. The voting rights of Member(s) shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., Wednesday, September 09, 2026. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting/Poll.
16. The voting period begins on Friday, September 11, 2026 at 11:00 AM and ends on Tuesday, September 15, 2026 at 05:00 PM. During this period shareholders of the Company, holding shares in dematerialized form, as on the cut-off date of Wednesday, September 09, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
17. In addition, the facility for voting through Ballot Papers shall also be made available at the AGM and the Members attending the AGM who have not cast their votes through remote e-voting shall be eligible to vote at the AGM.
18. The Company has appointed M/s. Anil Agrawal & Associates, Practicing Company Secretaries, to act as Scrutinizer, to scrutinize the entire e-voting process as well as voting in the AGM in a fair and transparent manner.
19. Pursuant to Section 101 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Report and other communications through electronic mode to those Members who have registered their e-mail addresses either with the Company or with the Depository. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically. Members holding shares in demat form are requested to register their e-mail address with their Depository Participants only. Members of the Company who have registered their e-mail address are entitled to receive such communication in physical form upon request.
20. With reference to the Section 136(1) of the Companies Act, 2013 read with Rule 11 of the Companies (Accounts) Rules, 2014 and Regulation 36(1) of the SEBI (LODR) Regulations, 2015, the hard copy of annual report containing financial statements for the FY 2025-26 and other salient features of all the documents prescribed in Section 136 of the Companies Act, 2013 are not being sent to the shareholders who have not registered their email addresses and the same will be sent to those shareholders who request for the same.
  - Additionally, in compliance with Regulation 36(1)(b) of the SEBI (LODR) Regulations, 2015, a letter providing the web-link, including the exact path, where complete details of the Annual Report are available, is being sent to those shareholder(s) who have not so registered their email address(es) with the Company/Depositories along with the Notice of AGM.
21. Shareholders holding shares in dematerialized form should communicate the change of address, if any, to their Depository Participant.
22. The Company has appointed M/s. Bigshare Services Private Limited, Mumbai, as its Registrar and Share Transfer Agent for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, transfer, Demat request, change of address intimation and other communication in relation thereto with respect to shares should be addressed to Registrar directly quoting folio no., full name and name of Company as 'OBCL Limited' at [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

23. Any Member desiring any clarification/explanation in respect of the information given in this Annual Report is requested to submit query addressed to the Company Secretary at least 10 days in advance before the meeting so as to enable the management to keep information ready.
24. Any person who becomes a Member of the Company after sending the Notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
25. The Notice of AGM and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
26. The Notice of AGM and the Annual Report of the Company are available on the websites of the Stock Exchanges viz. BSE at [www.bseindia.com](http://www.bseindia.com) and NSE at [www.nseindia.com](http://www.nseindia.com) and the website of the Company at [www.obclimited.com](http://www.obclimited.com)

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

### THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

- (i) The voting period begins at September 11, 2026 at 11:00 AM and ends on September 15, 2026 at 05.00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 09, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL 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) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its 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 facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order 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 ease and convenience of participating in e-voting process.

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholders | Login Method |
|----------------------|--------------|
|----------------------|--------------|

|                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|---------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b></p> | <ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>                                                                                                                                                                                                                                       |
| <p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p> | <ol style="list-style-type: none"> <li>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under '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 e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol> |

|                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|--------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                    | <p>4. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, 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. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>                                                                                                                                                                     |

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

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

| Login type                                                                | Helpdesk details                                                                                                                                                                                                           |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000                  |

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

- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  2. Click on “Shareholders” module.
  3. Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  4. Next enter the Image Verification as displayed and Click on Login.
  5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  6. If you are a first-time user follow the steps given below:

|                                                 |                                                                                                                                                                                                                                                                                                                                                                                    |
|-------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                 | <b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>                                                                                                                                                                                                                                                                                   |
| PAN                                             | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> |
| Dividend Bank Details<br>OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>                 |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant (OBCL Limited) on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@obclimited.com](mailto:cs@obclimited.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@obclimited.com](mailto:cs@obclimited.com)
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no.

1800 21 09911

## THE INSTRUCTIONS FOR MEMBERS FOR VOTING ON THE DAY OF THE AGM ARE AS UNDER:

- (i) A Member may participate in the AGM after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- (ii) Members can opt for only one mode of voting, i.e., either by remote e-voting or voting at the Meeting. In case Members cast their vote through both the modes, voting done by remote e-voting shall prevail and votes cast at the Meeting shall be treated as invalid.
- (iii) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- (iv) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those Members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- (v) The Scrutinizer shall, after the conclusion of voting at the General Meeting, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make not later than two days of the conclusion of the AGM a Consolidated Scrutinizer's Report of the total votes cast in favor or against and invalid votes, if any.
- (vi) The results declared along with the Scrutinizer's report, will be posted on the website of the Company at [www.obclimited.com](http://www.obclimited.com) immediately after the declaration of the result by the Chairman or any person authorized by him and communicated to the Stock Exchanges.
- (vii) Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at [cs@obclimited.com](mailto:cs@obclimited.com). The same will be replied by the Company suitably.

27. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at [www.obclimited.com](http://www.obclimited.com) and on the website of CDSL ([www.cdslindia.com](http://www.cdslindia.com)), immediately after declaration of the result and shall also be communicated to the Stock Exchanges where the shares of the Company are listed i.e., BSE and NSE and be made available on their respective websites viz. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)

By the Order of the Board of Directors of  
**OBCL Limited**

Date: 29.07.2026  
Place: Raipur

Sd/-  
**Ravi Agrawal**  
Managing Director  
DIN: 01392652



## **EXPLANATORY STATEMENT**

**(Pursuant to Section 102 of the Companies Act, 2013)**

**The following Explanatory Statement sets out all the material facts relating to the Item No. 3, 4, 5 & 6 of the accompanying Notice dated - 29.07.2026**

### **ITEM NO. 3 : PAYMENT OF COMMISSION TO MRS. SHAKUNTALA DEVI AGRAWAL (DIN: 01540586), NON-EXECUTIVE DIRECTOR OF THE COMPANY**

Mrs. Shakuntala Devi Agrawal (DIN: 01540586) has been associated with the Company as a Non-Executive Director and has been providing valuable guidance to the Board through her experience and participation in its deliberations.

Considering her continued contribution towards the governance of the Company and in recognition of the responsibilities discharged by her as a Non-Executive Director, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on May 29, 2026, approved payment of commission to Mrs. Shakuntala Devi Agrawal, subject to the approval of the Members.

The proposed commission shall be paid for each financial year during her tenure as a Non-Executive Director, within the overall limits prescribed under Section 197 of the Companies Act, 2013 and the Articles of Association of the Company. The actual amount of commission payable for each financial year shall be determined by the Board of Directors or the Nomination and Remuneration Committee, taking into consideration her role, responsibilities, contribution to the affairs of the Company, attendance and participation at meetings, industry practices and such other relevant factors as may be considered appropriate.

The Company shall ensure compliance with the provisions of the Companies Act, 2013, the rules framed thereunder and other applicable laws while determining and paying such commission.

Except Mrs. Shakuntala Devi Agrawal and her relatives i.e. Mr. Ravi Agrawal and Mrs. Priti Agrawal, to the extent of their shareholding, if any, 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.

Accordingly, consent of the members is being sought for passing a Ordinary Resolution as set out at Item No. 03 of this Notice.

### **ITEM NO. 4 : RE-APPOINTMENT OF MR. ASHISH DAKALIA (DIN: 09201624) AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS**

Mr. Ashish Dakalia (DIN: 09201624) was appointed as an Independent Director of the Company for a first term of five consecutive years commencing from October 1, 2021 and ending on September 30, 2026, in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

Based on the recommendation of the Nomination and Remuneration Committee ("NRC") and the performance evaluation carried out by the Board, the Board of Directors, at its meeting held on July 29, 2026, has approved and recommended to the Members the re-appointment of Mr. Ashish Dakalia as an Independent Director of the Company for a second term of five consecutive years commencing from October 1, 2026 to September 30, 2031, subject to the approval of the Members by way of a Special Resolution.

The Company has received:

- consent in Form DIR-2 to act as a Director;
- a declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations;
- confirmation that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013;

- confirmation that his name is included in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs; and
- disclosure of interest in Form MBP-1.

The Board, based on the recommendation of the NRC, is satisfied that Mr. Ashish Dakalia continues to fulfil the conditions specified under the Companies Act, 2013 and the SEBI LODR Regulations for his re-appointment as an Independent Director and that he is independent of the management.

The Board further noted that, based on the annual performance evaluation of the Board, its Committees and individual Directors, Mr. Dakalia has made valuable contributions to the deliberations of the Board and its Committees during his tenure. He possesses rich knowledge and experience in the areas of legal, regulatory and corporate compliance, which continues to be of significant value to the Company. His experience, expertise, integrity and professional competence enable him to contribute effectively to the governance and strategic oversight of the Company.

In the opinion of the Board, Mr. Ashish Dakalia is a person of integrity and possesses the requisite expertise, experience and proficiency for his re-appointment as an Independent Director. The Board considers that his continued association would be beneficial to the Company and accordingly recommends the Special Resolution set out at Item No. 04 of the Notice for approval by the Members.

Brief profile and other information relating to Mr. Ashish Dakalia, as required under the Companies Act, 2013, the Secretarial Standard on General Meetings (SS-2) and Regulation 36 of the SEBI LODR Regulations, forms part of the Annexure to this Notice.

Except Mr. Ashish Dakalia and his relatives, to the extent of their shareholding interest, if any, 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 resolution set out at Item No. 04 of the Notice.

Accordingly, consent of the members is being sought for passing a Special Resolution as set out at Item No. 04 of this Notice.

## **ITEM NO. 5 : ENHANCEMENT OF BORROWING LIMITS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013**

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 ("the Act"), the Board of Directors of a company may borrow monies, where the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, only with the approval of the Members by way of a Special Resolution.

Considering the present scale of operations of the Company and its future business plans, including expansion of business, capital expenditure, funding of working capital requirements, acquisition of assets, investments, refinancing of existing borrowings and other general corporate purposes, the Company may be required to raise additional financial resources from time to time.

The existing borrowing limits approved by the Members may not be adequate to meet the Company's current and anticipated funding requirements. Accordingly, it is proposed to enhance the borrowing powers of the Board by authorising it to borrow monies, from time to time, notwithstanding that the aggregate amount of borrowings (excluding temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total outstanding borrowings shall not exceed Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crore Only) at any point of time.

The proposed limit represents the maximum borrowing authority that may be exercised by the Board. The actual borrowings shall be undertaken by the Company only as and when required, depending upon business needs and subject to compliance with all applicable laws and the terms of financing arrangements.

The Board of Directors, at its meeting held on July 29, 2026, approved the proposal, subject to the 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 shareholding, if any, in the Company.

Accordingly, consent of the members is being sought for passing a Special Resolution as set out at Item No. 05 of this Notice.

## **ITEM NO. 6: CREATION OF CHARGES, MORTGAGES AND HYPOTHECATION ON THE ASSETS OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013**

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 ("the Act"), the Board of Directors of a company can sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the Company only with the approval of the Members by way of a Special Resolution. The expression "otherwise dispose of" includes the creation of mortgages, charges, hypothecation, pledges or other security interests over the assets of the Company in favour of banks, financial institutions, lenders, debenture trustees, security trustees or other security holders for securing the borrowings or other financial obligations of the Company.

In order to meet the Company's present and future funding requirements, including working capital requirements, capital expenditure, expansion plans, refinancing of existing borrowings, acquisition of assets, investments and other general corporate purposes, the Company may avail various credit facilities and borrowings from time to time. Such borrowings are generally required to be secured by creating mortgages, charges, hypothecation, pledges or other security interests over the movable and/or immovable properties of the Company, both present and future, and/or the whole or substantially the whole of one or more of the undertakings of the Company.

Accordingly, it is proposed to authorise the Board of Directors to create such security interests, from time to time, in favour of banks, financial institutions, lenders, debenture trustees, security trustees or other security holders, for securing the borrowings, financial assistance or other obligations of the Company, whether existing or future, up to an aggregate amount not exceeding Rs. 250,00,00,000/- (Rupees Two Hundred Fifty Crore Only).

The Board of Directors, at its meeting held on July 29, 2026, approved the proposal, subject to the approval of the Members by way of a Special Resolution.

The proposed resolution is an enabling resolution to facilitate the Company in availing financial assistance as and when required for its business operations. The actual creation of security shall be undertaken only as and when borrowings are raised and on such terms and conditions as may be agreed with the respective lenders.

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 shareholding, if any, in the Company.

Accordingly, consent of the members is being sought for passing a Special Resolution as set out at Item No. 06 of this Notice.



## ANNEXURE A TO THE NOTICE

Details of Director seeking re-appointment at the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

|                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|-------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of the Director                | Mrs. Shakuntala Devi Agrawal                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Mr. Ashish Dakalia                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| Designation                         | Director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Independent Director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Category of Directorship            | Non-Executive Director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Independent- Non-executive Director                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| DIN                                 | 01540586                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | 09201624                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Nature                              | Re-appointment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Re-appointment                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Date of Birth/Age                   | 16/08/1960<br>66 Years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | 20/07/1987<br>39 Years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Nationality                         | Indian                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Indian                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Qualification                       | Matriculate                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Company Secretary                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Brief Resume/ Expertise/ Experience | <p>Being one of the promoters of the Company, Mrs. Shakuntala Devi Agrawal has played a significant role in establishing the Company and holds a substantial ownership stake.</p> <p>She has been a Director of the Company since its incorporation. This indicates that she has been involved with the Company since its inception and has played a role in shaping its early stages.</p> <p>Mrs. Shakuntala Devi Agrawal's experience as a promoter and long-standing Director brings valuable insights to the Company. Her contributions to the board include strategic input, governance oversight and preserving the Company's legacy.</p> | <p>Mr. Ashish Dakalia is a highly qualified and seasoned professional in the field of Secretarial Compliance, with over 15 years of experience in corporate governance and legal advisory. A Member of the Institute of Company Secretaries of India (ICSI) since 2010, he has also served as the Chairman of the Raipur Chapter of ICSI and currently contributes to the Professional Development Committee of the Western India Regional Council of ICSI. With academic credentials in Commerce, Law and a Postgraduate Degree in Law, he brings a well-rounded perspective to corporate legal matters. His deep expertise, leadership in the professional community and active role in ensuring regulatory compliance make him a valuable asset to the Company's Board, ensuring sound governance and legal integrity.</p> |

|                                                                                                                                             |                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                     |
|---------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Nature of expertise in specific functional areas</b>                                                                                     | Human Resources and Overall Management                                                                                                                                                                                                                               | Corporate Governance, Secretarial & Regulatory Compliance, Corporate Laws, Board Processes, Risk Management, and Stakeholder Governance.                                                                                                            |
| <b>Terms and conditions of appointment or re-appointment</b>                                                                                | Appointment is liable to retirement by rotation                                                                                                                                                                                                                      | Appointment is not liable to retirement by rotation                                                                                                                                                                                                 |
| <b>Skills and capabilities required for the role and the manner in which the proposed person meets such requirements (Regulation 36(3))</b> | Mrs. Shakuntala Devi Agrawal possesses rich business experience and a sound understanding of the Company's operations and governance. Her strategic insight and long association with the Company enable her to contribute effectively to the Board's deliberations. | Mr. Ashish Dakalia possesses expertise in legal, regulatory and corporate governance matters. His knowledge of compliance, independent judgment and governance practices enables him to provide effective guidance to the Board and its Committees. |
| <b>Date of First Appointment on the Board</b>                                                                                               | 18/10/1994                                                                                                                                                                                                                                                           | 01/10/2021                                                                                                                                                                                                                                          |
| <b>Date of Appointment in Current Designation</b>                                                                                           | 27/08/2024                                                                                                                                                                                                                                                           | 01/10/2021                                                                                                                                                                                                                                          |
| <b>Number of shares held in the Company (including shareholding as a beneficial owner)</b>                                                  | 29,65,500                                                                                                                                                                                                                                                            | NIL                                                                                                                                                                                                                                                 |
| <b>Directorship in Other listed entities</b>                                                                                                | NA                                                                                                                                                                                                                                                                   | NA                                                                                                                                                                                                                                                  |
| <b>List of Directorships held in other Companies (If any) (excluding Listed Entities, Foreign Companies and Section 8 Companies)</b>        | NA                                                                                                                                                                                                                                                                   | (i) Kalyani Ventures Limited<br>(ii) Rajaram Food Products India Limited                                                                                                                                                                            |
| <b>Particulars of Committee Chairmanship/Membership held in other Companies</b>                                                             | NA                                                                                                                                                                                                                                                                   | Chairman of Audit Committee, Nomination and Remuneration Committee and CSR Committee in Kalyani Ventures Limited                                                                                                                                    |
| <b>Names of the listed entities from which she/he/Director has resigned in the past 3(Three) years</b>                                      | Mrs. Shankutala Devi Agrawal has not resigned from any Listed Company in the past 3 (Three) years.                                                                                                                                                                   | Mr. Ashish Dakalia has not resigned from any Listed Company in the past 3 (Three) years.                                                                                                                                                            |

|                                                                                                                                             |                                                                                                                                                                        |                                                                                                                     |
|---------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|
| <b>Remuneration/Commission last drawn, if any</b>                                                                                           | 30,000/- per month                                                                                                                                                     | Sitting Fee of Rs. 90,000/- per annum                                                                               |
| <b>Remuneration/Commission sought to be paid, if any</b>                                                                                    | As may be decided by the Board                                                                                                                                         | Sitting Fee of Rs. 90,000/- per annum                                                                               |
| <b>Comparative remuneration pursuant to industry, size of the Company, Profile of the position and person</b>                               | NA                                                                                                                                                                     | NA                                                                                                                  |
| <b>No. of Board Meetings attended during FY 2025-26</b>                                                                                     | 06                                                                                                                                                                     | 06                                                                                                                  |
| <b>Relationship with other Directors, Manager and Key Managerial Personnel and Relationship between director inter-se</b>                   | Mrs. Shakuntala Devi Agrawal is the mother of Mr. Ravi Agrawal, the Managing Director and Mother-in-law of Mrs. Priti Agrawal, the Whole time Director of the Company. | Mr. Ashish Dakalia is not related to any Director of the Company.                                                   |
| <b>Declaration that the Director is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority</b> | The Director is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority                                                    | The Director is not debarred from holding the office of Director by virtue of any SEBI Order or any other authority |



**Form No. MGT-11****Proxy form**

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

CIN: **L63090CT1994PLC008732**Name of the Company: **OBCL Limited**Registered Office: **Jiwan Bima Marg, Pandri, Raipur, Chhattisgarh, India-492001**

Name of the Member(s): \_\_\_\_\_

Registered Address: \_\_\_\_\_

E-mail ID: \_\_\_\_\_

Folio No./Client Id: \_\_\_\_\_

DP ID: \_\_\_\_\_

I/We, being the Member (s) of \_\_\_\_\_ equity shares of OBCL LIMITED, hereby appoint

Name: -  
Address: -  
Email Id: -  
Signature: \_\_\_\_\_, or failing him

Name: -  
Address: -  
Email Id: -  
Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on Wednesday, September 16, 2026 at 11:00 AM at A-1, 3rd Floor, CG Elite Complex, Opposite Mandi Gate, Pandri, Raipur (C.G.)- 492001 and at any adjournment thereof in respect of such resolutions as are indicated below :

| Sl. No. | Resolution                                                                                                                                                        | Vote (Optional see Note 2) * |         |
|---------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|---------|
|         |                                                                                                                                                                   | For                          | Against |
| 1       | Adoption of Audited Standalone & Consolidated Financial Statements for the year ended March 31, 2026                                                              |                              |         |
| 2       | Appointment of a Director in place of Mrs. Shakuntala Devi Agrawal (DIN: 01540586), who retires by rotation and being eligible, offers herself for re-appointment |                              |         |
| 3       | Payment of Commission to Mrs. Shakuntala Devi Agrawal (DIN: 01540586), Non-Executive Director of the Company                                                      |                              |         |
| 4       | Re-appointment of Mr. Ashish Dakalia (DIN: 09201624) as an Independent Director of the Company for a second term of five consecutive years                        |                              |         |
| 5       | Enhancement of Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013                                                                 |                              |         |
| 6       | Creation of Charges, Mortgages and Hypothecation on the Assets of the Company under Section 180(1)(a) of the Companies Act, 2013                                  |                              |         |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2026

☒ Signature of shareholder(s)☒ Signature of Proxy holder(s)

**Affix  
Revenue  
Stamp**

**Notes:**

This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

\* It is optional to indicate your preference. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

# ATTENDANCE SLIP

## ANNUAL GENERAL MEETING

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

**DP ID No.** \_\_\_\_\_

**Client ID No.** \_\_\_\_\_

**Name:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**No. of Shares held:** \_\_\_\_\_

I hereby record my presence at the Annual General Meeting of OBCL Limited on Wednesday, September 16, 2026 at A-1, 3<sup>rd</sup> Floor, CG Elite Complex, Opposite Mandi Gate, Pandri, Raipur (C.G.)- 492001.

\_\_\_\_\_  
Signature of the Member/Proxy

## ROUTE MAP

3rd Floor, C.G. Elite Complex, Opp. Mandi Gate, Pandri Main Road,  
Raipur-492001, Chhattisgarh

