

Notice

17TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the seventeenth (17th) Annual General Meeting ("AGM") of the members of Prataap Snacks Limited ("the Company") will be held on, September 24, 2026 at 3:30 P.M. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the Reports of the Board of Directors and Auditor thereon.
2. To declare dividend on equity shares of the Company for the financial year ended March 31, 2026.
3. To appoint a Director in place of Mr. Apoorva Kumat (DIN: 02630764), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

4. To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), M/s B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022), be and are hereby re-appointed as Statutory Auditors of the Company for second term of five (5) consecutive years, to hold office from the conclusion of this 17th AGM till the conclusion of the 22nd AGM of the Company.

RESOLVED FURTHER THAT the Statutory Auditors shall be paid a remuneration of ₹ 80,00,000/- (Rupees Eighty Lakhs only) per annum for conducting the statutory audit of the financial statements of the Company for the financial year ending March 31, 2027, plus applicable taxes, reimbursement of out-of-pocket expenses incurred in connection with the audit, and an additional amount equivalent to 5% of the audit fees towards Information Technology infrastructure and support costs.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to fix the remuneration of the Statutory Auditors for the subsequent financial years during their term and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:

5. Re-appointment of Mr. Amit Kumat as Managing Director and Chief Executive Officer of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 149, 152, 196, 197, 198, 203 and all other applicable provisions, if any, of the Act read with Schedule V thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(1C), Regulation 17(6)(e) and other applicable provisions of the SEBI Listing Regulations, Secretarial Standard-2 on General Meetings, the Articles of Association of the Company and subject to such approvals, permissions and sanctions as may be necessary, including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members be and is hereby accorded for the re-appointment of Mr. Amit Kumat (DIN: 02663687) as Managing Director and Chief Executive Officer of the Company for a period of five (5) consecutive years commencing from September 23, 2026 and ending on September 22, 2031, liable to retire by rotation, upon the terms and conditions including remuneration as set out below and in the Explanatory Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the remuneration payable to Mr. Amit Kumat during his tenure shall be as under:

- (a) Salary: Gross salary of ₹ 1,29,60,000/- (Rupees One Crore Twenty Nine Lakh and Sixty Thousand only) per annum, with authority to the Board to increase the same from time to time, subject to an overall ceiling of ₹ 3,00,00,000/- (Rupees Three Crore only) per annum.
- (b) Performance Linked Pay (PLP): Such amount as may be approved by the Board of Directors based on performance metrics of the Company provided that the performance linked pay shall be always within the upper range of above gross salary i.e. ₹ 3,00,00,000/- (Rupees Three crore only).
- (c) Perquisites and Allowances: As per the policy of the Company, as applicable from time to time.
- (d) Gratuity: Payable in accordance with applicable laws and Company policy.
- (e) Car Facility: Company maintained car with driver as per Company policy.

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded in terms of Regulation 17(6)(e) of the SEBI Listing Regulations for payment of remuneration to Mr. Amit Kumat, being an Executive Director who is a promoter, notwithstanding that the annual remuneration payable to him may exceed 2.5% of the net profits of the Company calculated under Section 198 of the Act and/or the aggregate annual remuneration payable to all Executive Directors who are promoters or members of the promoter group may exceed 5% of the net profits of the Company in any financial year during the tenure of his re-appointment.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Amit Kumat, he shall be paid remuneration, perquisites, allowances and benefits as approved herein, subject to the provisions of Section 197 read with Schedule V and other applicable provisions of the Act, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to alter, vary, revise or increase the remuneration and terms and conditions of appointment of Mr. Amit Kumat from time to time within the overall limits approved by the Members and in accordance with the applicable provisions of the Act, Schedule V thereto and the SEBI Listing Regulations.

RESOLVED FURTHER THAT any Director of the Company, Chief Financial Officer and Company Secretary be and are hereby severally authorised to sign and execute all documents, forms, returns, applications and filings and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this Resolution, including filing of requisite forms and disclosures with the Registrar of Companies, Stock Exchanges, SEBI and other statutory authorities."

6. Re-appointment of Mr. Apoorva Kumat as Chairman and Executive Director (Operations) of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 149, 152, 196, 197, 198, 203 and all other applicable provisions, if any, of the Act read with Schedule V thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(1C), Regulation 17(6)(e) and other applicable provisions of the SEBI Listing Regulations, Secretarial Standard-2 on General Meetings, the Articles of Association of the Company and subject to such approvals, permissions and sanctions as may be necessary, including any statutory modification(s), amendment(s), re-enactment(s) or substitution(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members be and is hereby

accorded for the re-appointment of Mr. Apoorva Kumat (DIN: 02630764) as Chairman and Executive Director of the Company for a period of five (5) consecutive years commencing from November 2, 2026 and ending on November 1, 2031, liable to retire by rotation, upon the terms and conditions including remuneration as set out below and in the Explanatory Statement annexed to the Notice convening this Meeting.

RESOLVED FURTHER THAT the remuneration payable to Mr. Apoorva Kumat during his tenure shall be as under:

- (a) Salary: Gross salary of ₹ 1,29,60,000/- (Rupees One Crore Twenty Nine Lakh and Sixty Thousand only) per annum, with authority to the Board to increase the same from time to time, subject to an overall ceiling of ₹ 3,00,00,000/- (Rupees Three Crore only) per annum.
- (b) Performance Linked Pay (PLP): Such amount as may be approved by the Board of Directors based on performance metrics of the Company provided that the performance linked pay shall be always within the upper range of above gross salary i.e. ₹ 3,00,00,000/- (Rupees Three Crore only).
- (c) Perquisites and Allowances: As per the policy of the Company, as applicable from time to time.
- (d) Gratuity: Payable in accordance with applicable laws and Company policy.
- (e) Car Facility: Company maintained car with driver as per Company policy.

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded in terms of Regulation 17(6)(e) of the SEBI Listing Regulations for payment of remuneration to Mr. Apoorva Kumat, being an Executive Director who is a promoter, notwithstanding that the annual remuneration payable to him may exceed 2.5% of the net profits of the Company calculated under Section 198 of the Act and/or the aggregate annual remuneration payable to all Executive Directors who are promoters or members of the promoter group may exceed 5% of the net profits of the Company in any financial year during the tenure of his re-appointment.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Apoorva Kumat, he shall be paid remuneration, perquisites, allowances and benefits as approved herein, subject to the provisions of Section 197 read with Schedule V and other applicable provisions of the Act, as amended from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to alter, vary, revise or increase the remuneration and terms and conditions of appointment of Mr. Amit Kumat from time to time within the overall limits approved by the Members and in accordance with the applicable provisions of the Act, Schedule V thereto and the SEBI Listing Regulations.



RESOLVED FURTHER THAT any Director of the Company, Chief Financial Officer and Company Secretary be and are hereby severally authorised to sign and execute all documents, forms, returns, applications and filings and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this Resolution, including filing of requisite forms and disclosures with the Registrar of Companies, Stock Exchanges, SEBI and other statutory authorities."

7. Payment of remuneration to Independent Directors of the Company in case of no profit or inadequate profit

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 197, 198 and other applicable provisions, if any, of the Act read with Schedule V to the Act and the Rules made thereunder and applicable provisions of the SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the Members be and is hereby accorded for payment of remuneration, by way of commission, to the Independent Directors of the Company, in addition to the sitting fees payable for attending meetings of the Board and/or its Committees.

RESOLVED FURTHER THAT such commission payable to all the Independent Directors shall not exceed in aggregate 1% (one percent) of the net profits of the Company for each financial year, as computed in accordance with Section 198 of the Act, for a period of three (3) financial years commencing from April 1, 2026 up to March 31, 2029.

RESOLVED FURTHER THAT where in any financial year during the aforesaid period, the Company has no profits or its profits are inadequate, the Company shall pay such remuneration by way of commission to the Independent Directors as minimum remuneration, in accordance with the provisions and limits specified under Section II of Part II of Schedule V of the Act.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to determine the manner, quantum, proportion and periodicity of payment of such commission to each Independent Director within the overall limits specified above and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For **Prataap Snacks Limited**

Registered Office:

Khasra No. 378/2, Nemawar Road, Near Makrand House,
Palda, Indore - 452020, Madhya Pradesh, India

Place: Indore

Date: August 1, 2026

Sanjay Chourey
Company Secretary and Compliance Officer

NOTES FOR MEMBERS' ATTENTION

1. Pursuant to the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Act", General Circular Nos. 20/2020 dated May 5, 2020, 02/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") the Company is convening the 17th AGM through VC/OAVM, without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ("SEBI"), vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 ("SEBI Circulars") and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with the provisions of the Act, the Listing Regulations and MCA Circulars, the 17th AGM of the Company is being held through VC/OAVM on Thursday, September 24, 2026 at 3:30 p.m. IST. The deemed venue for the AGM will be the Registered Office of the Company i.e. Khasra No. 378/2, Nemawar Road, Near Makrand House, Palda, Indore - 452020, Madhya Pradesh, India.
2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM 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 THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
3. As per the provisions of clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the matters of Special Business as appearing at Item Nos. 5 to 7 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
4. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item Nos. 5 to 7 set out above and the relevant details in respect of the Directors seeking appointment/ re-appointment at this AGM as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("Secretarial Standard") are annexed hereto. Requisite declarations have been received from the Directors seeking appointment/ re-appointment.
5. Generally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. Since, this AGM is being held through VC/OAVM hence, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members is not available for the AGM and hence, the proxy form and attendance slip are not annexed hereto. However, the Institutional/ Corporate Shareholders are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting. Since, the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is also not annexed hereto.
6. Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice. The facility to attend the AGM through VC/OAVM will be made available for 1000 members on first-come-first-served basis. The large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. are allowed to attend the AGM without restriction on account of first-come-first-served basis.
7. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. The Register of Members and Share Transfer Books of the Company shall remain closed from September 19, 2026 to September 24, 2026, (both days inclusive) for the purpose of AGM and determining the name of members eligible for dividend on equity shares, if declared, at the Meeting.
9. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM through VC/OAVM upon log-in to CDSL e-Voting system. All the above documents will also be available electronically for inspection upto the date of AGM. Members seeking to inspect such documents can send an e-mail to complianceofficer@yellowdiamond.in.

10. If the dividend as recommended by the Board of Directors is declared at the AGM, payment of such dividend will be made on or before October 22, 2026 as under:

- (i) To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on September 18, 2026; and
- (ii) To all Members in respect of shares held in physical form as per Register of Members as of the close of business hours on September 18, 2026 after giving effect to valid transposition or transmission request, if any, lodged with the Company on or before September 18, 2026.

11. As you may be aware, in terms of the provisions of the Income Tax Act, 1961, as amended by the Finance Act, 2020, dividend paid or distributed by a company on or after April 1, 2020 shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct tax at source at the time of payment of dividend.

For Resident Shareholders:

- Tax will be deducted at source under Section 194 of the Income Tax Act, 1961 at 10% on the amount of dividend declared and paid by the Company during FY 2026-27 provided PAN is submitted by the shareholder. If PAN is not submitted, TDS would be deducted @ 20% as per Section 206AA of the Income Tax Act, 1961. However, no TDS shall be deducted on the dividend payable to a resident individual if the total dividend to be received by him/her during FY 2025-26 does not exceed ₹ 5,000.
- Separately, in case where the shareholder submits Form 15G Click here to download Form 15G (applicable to any person other than a company or firm)/Form 15H Click here to download Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met, no tax at source will be deducted.

For Resident Shareholders other than Individuals: No tax will be deducted at source provided sufficient documentary evidence thereof, to the satisfaction of the Company is submitted. This illustratively includes providing the following:

- **Insurance Companies:** A declaration that they are beneficial owners of the shares held alongwith with self-attested copy of PAN.
- **Mutual Funds:** Self-declaration that they are specified and covered under Section 10(23D) of the Income Tax Act, 1961 alongwith a self-attested copy of PAN and registration certificate.
- **Alternative Investment Fund (AIF) established/ incorporated in India:** Self-declaration that its income is exempt under Section 10(23FBA) of the Income Tax

Act, 1961 and they are established as Category I or Category II AIF under SEBI Regulations alongwith a self-attested copy of PAN and registration certificate.

- **Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income:** Self-declaration specifying the specific Central Act under which such corporation is established and that their income is exempt under the provisions of Income Tax Act, 1961 alongwith a self-attested copy of PAN and registration certificate.
- **Other Resident Non Individual Shareholders:** Shareholders who are exempted from the provisions of TDS as per Section 194 of the Income Tax Act, 1961 and who are covered under Section 196 of the Income Tax Act, 1961 shall also not be subjected to any TDS, provided they submit an attested copy of PAN alongwith the documentary evidence in relation to the same.

For Non-resident Shareholders: Taxes are required to be withheld in accordance with the provisions of Section 195 of the Income Tax Act, 1961 at the rates in force. As per the relevant provisions of the Income Tax Act, 1961, the withholding tax will be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to them. However, as per Section 90 of the Income Tax Act, 1961, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement (DTAA) between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e. to avail the Tax Treaty benefits, the non-resident shareholder will have to provide the following:

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the shareholder is resident.
- Self-declaration in Form 10F (Click here to download Form 10F) if all the details required in this form are not mentioned in the TRC.
- Self-attested copy of Permanent Account Number (PAN) allotted by the Indian Income Tax authorities.
- Self-declaration in the attached format (Click here to download form), certifying the following points:
 - i. Shareholder is and will continue to remain a tax resident of the country of its residence during the Financial Year 2025-26;
 - ii. Shareholder is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;
 - iii. Shareholder has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;

- iv. Shareholder is the ultimate beneficial owner of its shareholding in the Company and dividend receivable from the Company; and
- v. Shareholder does not have a taxable presence or a permanent establishment in India during the Financial Year 2025-26.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by Non-Resident shareholder.

Notwithstanding as mentioned above, tax will be deducted at source at the rate of 20% (plus applicable surcharge and cess) on dividend paid to Foreign Institutional Investors (FII) and Foreign Portfolio Investors (FPI). Such TDS rate will not be reduced on account of the application of favorable DTAA rate, if any.

TDS to be deducted at higher rate in case of non-filers of return of income: Section 206AB of the Income Tax Act, 1961 effective from July 1, 2021 provides that where tax is required to be deducted at source on any sum or income or amount paid, or payable or credited, by a person to a specified person, the tax shall be deducted at the higher of the following rates, namely:

- (i) at twice the rate specified in the relevant provision of the Income Tax Act, 1961; or
- (ii) at twice the rate or rates in force; or
- (iii) at the rate of 5%.

If the provisions of Section 206AA of the Income Tax Act, 1961 is applicable to a specified person, in addition to the provisions of Section 206AB of the Income Tax Act, 1961, the tax shall be deducted at higher of the two rates provided in Section 206AB and Section 206AA of the Income Tax Act, 1961.

The "specified person" means a person who has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted, for which the time limit for furnishing the return of income under sub-section (1) of Section 139 of the Income Tax Act, 1961 has expired and the aggregate of tax deducted at source and tax collected at source in his case is ₹ 50,000 or more in the said previous year.

The specified person shall not include:

- (i) a non-resident who does not have a permanent establishment in India; or
- (ii) a person who is not required to furnish the return of income for the assessment year relevant to the said previous year and is notified by the Central Government in the Official Gazette in this behalf.

All the above referred tax rates will be enhanced by the applicable surcharge and cess, wherever applicable.

To enable us to determine the appropriate TDS/withholding tax rate applicable, the aforementioned documents are required to be uploaded with the Share Transfer Agent viz. KFin Technologies Limited at <https://ris.kfintech.com/form15> or e-mail to einward.ris@kfintech.com on or before September 18, 2026.

No communication on the tax determination/deduction shall be entertained after September 18, 2026.

In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/documents on time, you would still have an option of claiming refund of the higher tax paid at the time of filing your income tax return. No claim shall lie against the Company for such tax deducted.

We will arrange to e-mail the soft copy of TDS Certificate, if any, to your registered e-mail ID in due course, post payment of dividend.

12. Members holding shares in dematerialised form may please note that their bank account details as furnished by the respective depositories to the Company will be considered for payment/remittance of dividend. The Company or its Share Transfer Agent will neither entertain nor act on any direct request from such members for change/deletion in such bank account details. Further, instructions, if any, already given by them in respect of shares held in physical form, will not be automatically applicable to the dividend to be paid on shares held in dematerialised form. Members may therefore, give instructions regarding bank account details in which they wish to receive dividend to the Depository Participants. Members holding shares in physical form are requested to inform any change in their address or bank mandates to the Company/Share Transfer Agent. In the event the Company is unable to pay dividend to certain members directly in their bank account through Electronic Clearing Service (ECS) or any other means due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the Dividend Warrant/Bankers Cheque/Demand Draft to such Members.
13. As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with Company's Share Transfer Agent. In respect of shares held in dematerialised form the nomination form may be filed with the respective Depository Participant. If a member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14.
14. Members are requested to intimate / update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc.

- For shares held in dematerialised form to their Depository Participant for making necessary changes.
- For shares held in physical form by submitting to Share Transfer Agent the forms given below along with requisite supporting documents:
 - (i) Form ISR-1 (Register/Change PAN & KYC Details);
 - (ii) Form ISR-2 (Confirmation of Signature of securities holder by Bank);
 - (iii) Form ISR-3 (Declaration to Opting out Nomination);
 - (iv) Form SH-13 (Nomination Form);
 - (v) Form SH-14 (Cancellation of Nomination).

The aforesaid forms are available on the Company's website at www.yellowdiamond.in and on Share Transfer Agent's website at <https://ris.kfintech.com/>. Shareholders holding shares in physical form are requested to use the said forms for updating their PAN, KYC, Nomination etc.

15. Members may please note that SEBI vide its Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, has mandated the listed companies to issue securities in dematerialized form only while processing service requests, viz., Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/ exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Company /Share Transfer Agent shall issue a letter of confirmation in lieu of the share certificate while processing any of the aforesaid investor service request. Members are requested to make service requests by submitting a duly filled and signed Form ISR-4. The said form can be downloaded from the Company's website at www.yellowdiamond.in and on Share Transfer Agent's website at <https://ris.kfintech.com/>. It may be noted that any service request can be processed only after the folio is KYC Compliant. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are advised to dematerialize the shares held by them in physical form.

Further, SEBI vide its Master Circular dated May 7, 2024 read with SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, has mandated for the holders of physical securities to furnish PAN linked with Aadhaar, Choice of Nomination (optional) and other KYC details (i.e. e-mail address, postal address with PIN code, mobile number, bank account details, PAN details linked with Aadhaar etc.). In case any of the aforesaid documents/details are not available in the record of the Company/ Share Transfer Agent, the member shall not be eligible to lodge grievance or avail any service request from the Share Transfer Agent until they furnish complete KYC details/ documents. Further, with effect from April 1, 2024, any payment of dividend shall only be made in electronic mode to such members. Further, SEBI has mandated

that securities of listed companies can be transferred only in demat form. Therefore members are advised to dematerialise shares held by them in physical form for ease in portfolio management.

16. Dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the IEPF Account. The shares in respect of which the dividend is not claimed for 7 consequent years are also liable to be transferred to the demat account of the IEPF Authority.

In view of this, Members/Claimants are requested to claim their dividends from the Company within the stipulated timeline.

The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/ RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents. For further details, please refer to Corporate Governance Report, which forms part of the Annual Report, and the Company's website at www.yellowdiamond.in.

17. SEBI vide its Master Circular SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated August 11, 2023 read with SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 28, 2023, introduced a common Online Dispute Resolution (ODR) Portal, which is in addition to the existing SCORES 2.0 portal which can be utilized by the investors and the Company for dispute resolution. Please note that the investors are advised to initiate dispute resolution through the ODR portal only if the Company does not resolve the issue itself or it is not resolved through SCORES 2.0 portal.
18. Non-resident Indian shareholders are requested to inform Share Transfer Agent, immediately of:
 - (i) the change in the residential status on return to India for permanent settlement; and
 - (ii) the particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
19. Members who have so far not encashed their dividend warrants for the dividend for the year(s) ended, March 31, 2019, March 31, 2020, March 31, 2021, March 31, 2022, March 31, 2023, March 31, 2024 and March 31, 2025 are requested to write to the Company or its Share Transfer Agent, viz. KFin Technologies Limited for issuance of demand draft/bankers cheque in lieu of unencashed/ unclaimed dividend warrant. The details of such unpaid and unclaimed dividends have been uploaded on the website of the Company at www.yellowdiamond.in.
20. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only by e-mail to the members whose e-mail

address are registered with the Company/Depositories. The Notice and Annual Report 2025-26 has been uploaded on the website of the Company at www.yellowdiamond.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The same is also available on the website of CDSL at www.evotingindia.com. However, hard copy of the Annual Report will be sent to members on request. Members, who wish to update or register their e-mail address, in case of demat holding, may please contact their Depository Participant (DP) and register their e-mail address, as per the process advised by their DP and in case of physical holding, may send a request to KFin Technologies Limited, the Share Transfer Agent of the Company at einward.ris@kfintech.com.

21. Members seeking any information or clarification regarding the financial statements or any matter to be placed at the AGM are requested to write to the Company, on or before September 10, 2026 through e-mail on complianceofficer@yellowdiamond.in.
22. Members are requested to note that the Company's shares are under compulsory demat trading for all the investors. The Company has connectivity from NSDL and CDSL and equity shares of the Company may be held in dematerialised form with any Depository Participant (DP) with whom the members/investors are having their demat account. The ISIN for the equity shares of the Company is INE393P01035. In case of any query/difficulty in any matter relating thereto may be addressed to the Share Transfer Agent of the Company.
23. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in dematerialised form are, therefore requested to submit PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form shall submit their PAN details to the Company or to the Share Transfer Agent at einward.ris@kfintech.com.
24. Information pursuant to Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) in respect of the Director seeking re-appointment at the AGM is furnished in Annexure-I, which is annexed to the Notice and forms part of the Notice. The Director has furnished the requisite consent/declaration for his re-appointment.
25. KFin Technologies Limited, Selenium Building, Tower - B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032, Telangana, India is the Share Transfer Agent for physical shares of the Company. KFin Technologies Limited is also the depository interface of the Company with both NSDL and CDSL. Members are requested to address all correspondences to the said Share Transfer Agent or write e-mail at their e-mail address at einward.ris@kfintech.com. The website of the Share Transfer Agent is <https://www.kfintech.com/>.

26. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations and in compliance with MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. In addition, the facility of voting through e-voting system shall also be made available during the AGM for members of the Company participating in the AGM through VC/OAVM and who have not cast their vote by remote e-voting. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM in case of a member participating in the AGM through VC/OAVM will be provided by CDSL.

27. Online Application for Investor Query, Service Request & Grievance

Members are hereby notified that our RTA, KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), basis the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated June 08, 2023, have launched an online application which can be accessed at <https://ris.kfintech.com> > Investor Services > Investor Support.

Members are requested to register / sign up, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend , Interest , Redemptions, e-Meeting and e-Voting details.

Quick link to access the signup page: <https://kprism.kfintech.com/signup>

Senior Citizens - Investor Support

As part of the initiative, our RTA, in order to enhance investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details to the email id, senior.citizen@kfintech.com. Senior Citizens (above 60 years of age) must provide the following details:

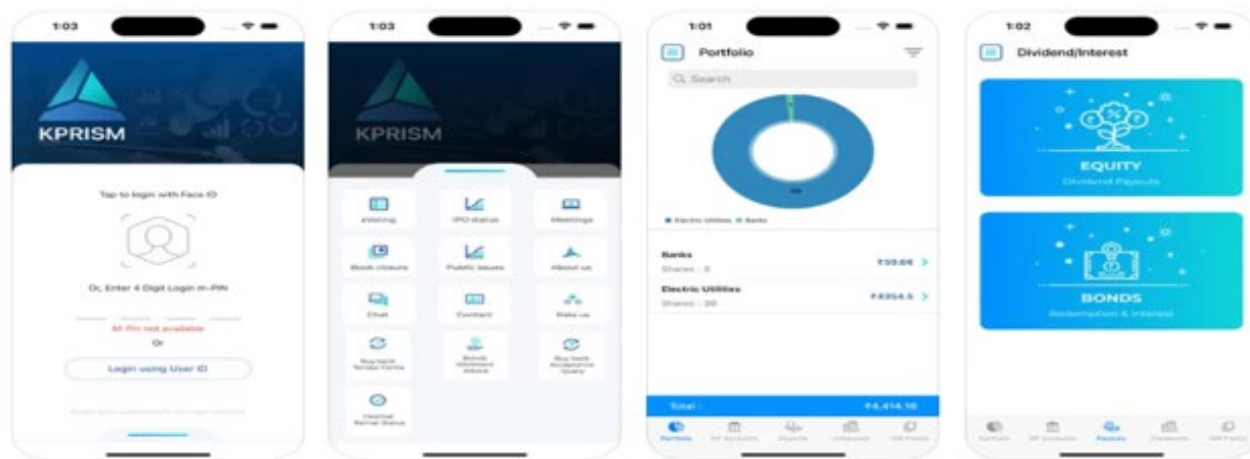
1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

A dedicated Toll-free number for Senior Citizens can also be accessed at 1-800-309-4006 for any queries or information.

KPRISM Mobile App (Android & iOS)

Mobile applications for all users to review their portfolio being managed by KFINTECH is available in Play store

and App Store. Users are requested to download the application and register with the PAN number. Post verification, user can use functionalities like – Check portfolio / holding, check IPO status / Demat / Remat , Track general meeting schedules, download ISR forms, view the live streaming of AGM and contact the RTA with service request, grievance, and query.



On attending AGM via KPRISM Mobile Application: Continuous innovation is a hallmark of KFIN Technologies Limited. As a responsible partner committed to enhancing user experience, the company has introduced a new feature that allows shareholders to attend the Annual General Meeting (AGM) through the KPRISM mobile application.

Registered users can log in to the KPRISM app and access the live streaming of the AGM hosted on the KFINTECH platform. After logging in, simply tap the three line menu icon at the top left corner and scroll to **Live Streaming**. By clicking on the **Live Streaming** option, users will be directed to the event selection page. Shareholders listed on the record date can then choose the company whose AGM they wish to join and participate seamlessly in the proceedings

QR Codes:



<https://ris.kfintech.com/>



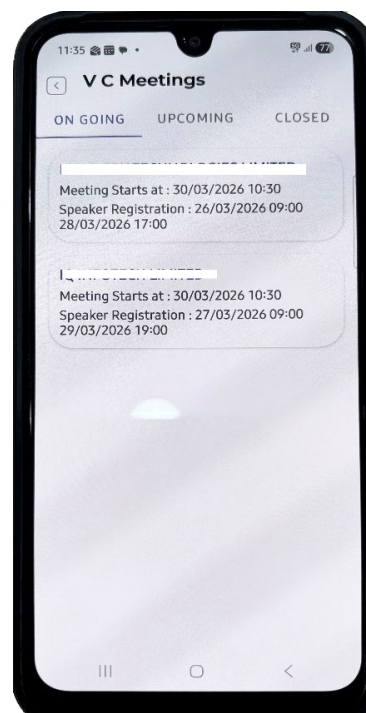
[KFinTech | e-Meetings](#)



<https://karisma.kfintech.com/>



<https://evoting.kfintech.com/>



28. Instructions for remote e-voting, e-voting and joining the virtual AGM are as follows:

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING THE VIRTUAL MEETING ARE AS UNDER:

1. The voting period begins on September 21, 2026 at 9:00 a.m. and ends on September 23, 2026 at 5:00 p.m. 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) i.e. September 18, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the Meeting date would not be entitled to vote at the Meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of the Listing Regulations, 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.

4. 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 e-mail id in their demat accounts in order to access e-Voting facility.

Pursuant to the aforesaid SEBI Circular, Login method for e-Voting and joining virtual meeting **for individual shareholders holding securities in Demat mode with CDSL/NSDL** is as under:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select Myeasi New (Token) Tab. 2) 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 e-Voting page of the e-Voting service provider for casting vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi / Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration as the case may be or visit www.cdslindia.com and click on Login icon and select My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/evoting/evotinglogin. The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	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: https://eservices.nsdl.com 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 or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository website 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 or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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 & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 website 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 or joining virtual meeting & voting during the meeting.

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

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 at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

5. Login method for e-Voting and joining virtual Meeting for **Physical shareholders and shareholder other than individual holding shares in Demat form:**
 - (i) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (ii) Click on “Shareholders” module
 - (iii) 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.
 - (iv) Next enter the Image Verification as displayed and Click on Login.
 - (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an

earlier e-voting of any company, then your existing password is to be used.

- (vi) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by the Company/RTA or contact RTA.
Dividend Bank Details OR Date of Birth (DOB)	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. 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.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) 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.
- (ix) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for PRATAAP SNACKS LIMITED on which you choose to vote.
- (xi) 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.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) 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.
- (xvii) There is also an optional provision to upload BR/POA, if any, which will be made available to Scrutinizer for verification.
- (xviii) Additional Facility for Non-Individual Shareholders and Custodians - For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as "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.
 - 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 and can be delinked 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 to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory who are authorised to vote, to the Scrutinizer at csriteshgupta@gmail.com and to the Company at complianceofficer@yellowdiamond.in, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the Scrutinizer to verify the same.

The procedure for remote e-voting is same as the instructions mentioned above for e-voting.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending Meeting and e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend Meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through remote e-voting will be eligible to attend the Meeting. However, they will not be eligible to vote at the Meeting.
4. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
5. Further, shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request to complianceofficer@yellowdiamond.in on or before September 7, 2026, mentioning their name, demat account number/folio number, e-mail ID and mobile number.

Shareholders who do not wish to speak during the meeting but have queries may also send their questions to complianceofficer@yellowdiamond.in on or before September 10, 2026, along with their name, demat account number/folio number, email ID, and mobile number. The company will response to the queries appropriately via email.
8. Those Shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the Meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the Meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the Meeting is available only to the shareholders attending the Meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL / 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 e-mail to einward.ris@kfintech.com.
2. For Demat shareholders - Please update your e-mail id and mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your e-mail id and mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting and joining virtual Meeting through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an e-mail to 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 Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an e-mail to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

29. The voting rights of the members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date, i.e. September 18, 2026.
30. The Company has appointed Mr. Ritesh Gupta, from Ritesh Gupta and Company, as Scrutinizer to scrutinize the remote e-voting process and e-voting system at the AGM in a fair and transparent manner.
31. The Scrutinizer shall after the conclusion of e-voting at the Meeting, first count the votes cast at the Meeting through e-voting system, thereafter 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 submit, within two days of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of the voting forthwith.

The result shall be declared on or after the date of the Meeting of the Company and shall be deemed to be passed on the date of the Meeting. The result declared, alongwith the Report of the Scrutinizer shall be placed on the website of the Company i.e. www.yellowdiamond.in and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorised by him in writing in that behalf. The result shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Limited.

ANNEXURE TO NOTICE**EXPLANATORY STATEMENT FOR THE PROPOSED RESOLUTIONS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND RULES MADE THEREUNDER**

The following Statement sets out all material facts relating to the special businesses mentioned in the Notice dated August 1, 2026:

Item No. 4: Re-Appointment of B S R & Co. LLP, Chartered Accountants of Statutory Auditor of the Company

In terms of provisions of Section 139 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the Board of Directors on the recommendation of the Audit Committee has recommended to the members of the Company the re-appointment of B S R & Co. LLP, Chartered Accountants (Registration No. 101248W/W-100022) as Auditor of the Company for a second term of five (5) consecutive years commencing from the conclusion of the 17th AGM till the conclusion of the 22nd AGM of the Company. B S R & Co. LLP, Chartered Accountants has confirmed that their appointment, if made, would be within the limits specified under Section 141 of the Act. They have further confirmed that they are not disqualified to be appointed as Auditor in terms of the provisions of Section 139 and Section 141 of the Act and Rules made thereunder.

The Board of Directors, based on the fees proposal received and on the recommendation of the Audit Committee, has proposed a fees of ₹ 80,00,000/- (Rupees Eight lakhs only) per annum for statutory audit of financial statements for the year ending March 31, 2027 plus applicable tax and reimbursement of out-of-pocket expenses incurred in connection with the audit to B S R & Co. LLP, Chartered Accountants. The aforesaid fees include the fees payable to B S R & Co. LLP, Chartered Accountants for limited review of quarterly financial results and tax audit for the year ending March 31, 2027. The Board may revise the fees payable to the Auditor for the subsequent financial years during their term as Auditor on recommendation of the Audit Committee.

B S R & Co. was constituted on 27 March 1990 as a partnership firm and was thereafter converted into limited liability partnership i.e. B S R & Co. LLP, on 14 October 2013. The registration no. of the firm is 101248W/W-100022. The registered office of the firm is at 14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Centre, Western Express Highway, Goregaon (East), Mumbai- 400063. B S R & Co. LLP is a member entity of B S R & Associates, a network registered with the Institute of Chartered Accountants of India. The firm has over 4000 staff and 170+ Partners and has offices across 14 locations. The firm audits various companies listed on stock exchanges in India including companies in the consumer market sector.

None of the Directors or Key Managerial Personnel of the Company, either directly or through their relatives are in any way, concerned or interested, whether financially or otherwise, in the resolution set out at item no. 4 of this Notice.

The Board of Directors recommend the ordinary resolution set out at item no. 4 of this Notice for approval of members of the Company.

Item No. 5: Re-appointment of Mr. Amit Kumat as Managing Director and Chief Executive officer of the Company

The present term of Mr. Amit Kumat (DIN: 02663687), as Managing Director and Chief Executive Officer will complete on September 22, 2026. Accordingly, in terms of the provisions of Sections 2(54), 196, 197, 198, 203 and other applicable provisions, if any, of the Act and the Rules made thereunder read with Schedule V to the Act and Regulation 17(6)(e) and other applicable provisions, if any, of the SEBI listing regulation and considering the knowledge, rich and varied experience of Mr. Amit Kumat in snacks food industry, the overall performance of the Company during his tenure, the Board of Directors in its meeting held on August 1, 2026, on recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Amit Kumat as Managing Director and Chief Executive Officer of the Company for another term of five (5) years with effect from September 23, 2026 to September 22, 2031 subject to the approval of members of the Company. The Board has also approved the remuneration, perquisites, etc. as mentioned in the resolution set out at item no. 5 of this Notice, payable to Mr. Amit Kumat as Managing Director and Chief Executive Officer of the Company.

Mr. Amit Kumat has given his consent to act as Managing Director and Chief Executive Officer of the Company and he is eligible for appointment as Managing Director as he fulfills the conditions as specified under Section 196 of the Act and Part I of Schedule V to the Act. Further, as per the intimation/declaration received by the Company, Mr. Amit Kumat is not disqualified for re-appointment as Director under Section 164 of the Act.

Mr. Amit Kumat, as Managing Director and Chief Executive Officer shall be considered as Key Managerial Personnel pursuant to the provisions of Section 203 of the Act and Rules made thereunder. If at any time the Managing Director and Chief Executive Officer ceases to be a Director of the Company, for any reason whatsoever, he shall cease to be the Managing Director and Chief Executive Officer and his appointment shall stand terminated forthwith. The appointment of Managing Director and Chief Executive Officer may be terminated either by the Company or by him by giving three months' notice in writing to the other party or the payment of salary in lieu thereof. A draft written memorandum setting out the terms and conditions of employment of Managing Director and Chief Executive Officer is available for inspection by any member at the Registered Office of the Company during normal business hours between 11.00 a.m. to 4.00 p.m. on all working days upto and including the date of the Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act, proposing the candidature of Mr. Amit Kumat for the office of Director of the Company.

Brief profile of Mr. Amit Kumat, including nature of his expertise and shareholding in the Company, etc. is mentioned in 'Annexure-I' to the Notice pursuant to the provisions of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mr. Amit Kumat has rich and varied experience of the snacks food industry and has contributed in the overall performance and growth of the Company during his tenure as Managing Director and Chief Executive Officer of the Company. Hence, it will be in the interest of the Company to re-appoint Mr. Amit Kumat, as Managing Director and Chief Executive Officer of the Company.

The Board is of the opinion that his continued association would be beneficial for the Company.

Except Mr. Apoorva Kumat, None of the Directors or Key Managerial Personnel of the Company, either directly or through their relatives except Mr. Amit Kumat and his relatives, are in any way, concerned or interested, whether financially or otherwise, in the resolution set out at item no. 5 of this Notice.

The Board of Directors recommend the special resolution set out at item no. 5 of this Notice for approval of members of the Company.

Item No. 6: Re-appointment of Apoorva Kumat as Chairman and Executive Director (Operations) of the Company

The present term of Mr. Apoorva Kumat (DIN: 02630764), as Executive Director (Operations) will complete on November 1, 2026. Accordingly, in terms of the provisions of Sections 2(94), 196, 197, 198, 203 and other applicable provisions, if any, of the Act and the Rules made thereunder read with Schedule V to the Act and Regulation 17(6)(e) and other applicable provisions, if any, of the SEBI listing regulation and considering the knowledge, rich and varied experience of Mr. Apoorva Kumat in snacks food industry, the overall performance of the Company during his tenure, the Board of Directors in its meeting held on August 1, 2026, on recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Apoorva Kumat as Chairman and Executive Director (Operations) of the Company for another term of five (5) years with effect from November 2, 2026 to November 1, 2031 subject to the approval of members of the Company. The Board has also approved the remuneration, perquisites, etc. as mentioned in the resolution set out at item no. 6 of this Notice, payable to Mr. Apoorva Kumat as Chairman and Executive Director (Operations) of the Company based on the recommendation of the Nomination and Remuneration Committee.

Mr. Apoorva Kumat has given his consent to act as Chairman and Executive Director (Operations) of the Company and is eligible for appointment as Whole-time Director as he fulfills the conditions as specified under Section 196 of the Act and Part I of Schedule V to the Act. Further, as per the intimation/declaration received by the Company, Mr. Apoorva Kumat is not disqualified for re-appointment as Director under Section 164 of the Act.

Mr. Apoorva Kumat, as Chairman and Executive Director (Operations) shall be considered as Whole-time Director and Key Managerial Personnel pursuant to the provisions of Section 196

and Section 203 of the Act and Rules made thereunder. If at any time the Chairman and Executive Director (Operations) ceases to be a Director of the Company, for any reason whatsoever, he shall cease to be the Chairman and Executive Director (Operations) and his appointment shall stand terminated forthwith. The appointment of Chairman and Executive Director (Operations) may be terminated either by the Company or by him by giving three months' notice in writing to the other party or the payment of salary in lieu thereof. A draft written memorandum setting out the terms and conditions of employment of Chairman and Executive Director (Operations) is available for inspection by any member at the Registered Office of the Company during normal business hours between 11.00 a.m. to 4.00 p.m. on all working days upto and including the date of the Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act, proposing the candidature of Mr. Apoorva Kumat for the office of Director of the Company.

Brief profile of Mr. Apoorva Kumat, including nature of his expertise and shareholding in the Company, etc. is mentioned in 'Annexure-I' to the Notice pursuant to the provisions of the Listing Regulations and Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Mr. Apoorva Kumat has rich and varied experience of the snacks food industry and has provided directions to the Company in terms of production, sales and marketing customer retention and overall raising the bar of performance across all parameters, falling under his domain during his tenure as Executive Director (Operations). Hence, it will be in the interest of the Company to re-appoint Mr. Apoorva Kumat, as Chairman and Executive Director (Operations) of the Company.

The Board is of the opinion that his continued association would be beneficial for the Company.

Except Mr. Amit Kumat, None of the Directors or Key Managerial Personnel of the Company, either directly or through their relatives except Mr. Apoorva Kumat and his relatives, are in any way, concerned or interested, whether financially or otherwise, in the resolution set out at item no. 6 of this Notice.

The Board of Directors recommend the special resolution as set out at item no. 6 of this Notice for approval of members of the Company.

Item No. 7: Payment of Remuneration to Independent Directors (in case of no profit or inadequate profit)

Pursuant to the provisions of Section 197 read with Schedule V of the Act, a company is permitted to pay remuneration to its Independent Directors by way of commission, in addition to sitting fees, within the prescribed limits, including in cases of no or inadequate profits. The Members had earlier approved payment of such remuneration for a specified period, and the Company now seeks fresh approval for a further period of three financial years commencing from April 1, 2026 to March 31, 2029.

The proposed approval is intended to enable the Company to attract, retain and appropriately compensate competent and experienced Independent Directors, in line with evolving

corporate governance practices and their enhanced roles and responsibilities in Board and Committee oversight. The remuneration structure provides for payment of commission not exceeding in aggregate one percent (1%) of the net profits of the Company in any financial year, as computed in accordance with Section 198 of the Act. In case of no or inadequate profits in any financial year, the remuneration shall be paid as minimum remuneration in accordance with the provisions of Schedule V to the Act.

The Company affirms that no stock options are granted to Independent Directors and that the commission payable will be determined by the Board of Directors (or its Committee) within the overall ceiling approved by the Members, having regard to their roles, responsibilities, contribution and time devoted. The details of such remuneration shall be disclosed in the

Board's Report in compliance with applicable provisions of the Act and the SEBI listing regulation.

The Board of Directors is of the opinion that the proposed remuneration is fair, reasonable and commensurate with the roles and responsibilities of Independent Directors and is in the best interests of the Company to ensure continued availability of high-quality independent oversight and governance.

The Board of Directors recommends the resolution for approval of the Members.

Independent Directors may be deemed to be interested in this resolution to the extent of remuneration payable to them. Save as aforesaid, none of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in this resolution.

Annexure – I

Details as per Regulation 36(3) of the SEBI listing regulation, Clause 1.2.5 of Secretarial Standard on General Meetings (SS-2) and Schedule-V of the Act of Directors seeking re-appointment at the Annual General Meeting as referred to in the Notice

Name of Director	Mr. Amit Kumat	Mr. Apoorva Kumat
DIN	02663687	02630764
Date of Birth	April 10, 1969	June 23, 1968
Age	57 years	58 years
Nationality	Indian	Indian
Date of first appointment on the Board	May 12, 2011	November 2, 2018
Qualifications & Experience (including nature of expertise in specific functional areas)/brief resume	Mr. Amit Kumat holds a master's degree in science from the University Southwestern Louisiana. He has over 30 years of experience in snacks food industry.	Mr. Apoorva Kumat holds a bachelor's degree in Commerce from Devi Ahilya Vishwavidyalaya. He has over 30 years of experience in snacks food industry.
Number of Shares held in the Company, including shares held as a beneficial owner	6,28,875	6,12,899
List of Directorships held in other companies	Nil	Director a) Nishanta Environmental Technology Company Limited b) Jum Health 365 Private Limited (formerly known as IMT Foods Private Limited)
Chairman/Member of the Committees of the Boards of Company(s) in which he is a Director	Member Prataap Snacks Limited: a) Corporate Social Responsibility Committee b) Risk Management Committee c) Stakeholders Relationship Committee d) Audit Committee	Member Prataap Snacks Limited: a) Stakeholders Relationship Committee b) Nomination and Remuneration Committee
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	He is brother of Mr. Apoorva Kumat, Chairman and Executive Director (Operations) of the Company.	He is brother of Mr. Amit Kumat, Managing Director and Chief Executive Officer of the Company.
Number of Meetings of Board of Directors attended during the year ended 31st March, 2026	4	4
Terms and conditions of re-appointment	Re-appointment as Managing Director and Chief Executive Officer, not liable to retire by rotation on the terms and conditions as mentioned in the resolution at item no. 5 and its explanatory statement.	Re-appointment as Chairman and Executive Director (Operations), liable to retire by rotation on the terms and conditions as mentioned in the resolution at item no. 6 and its explanatory statement.
Remuneration last drawn by such person, if applicable and Remuneration sought to be paid	Last Remuneration drawn: ₹ 108 lakhs. For remuneration proposed to be paid, kindly refer the resolution at item no. 5 and its explanatory statement.	Last Remuneration drawn: ₹ 108 lakhs. For remuneration proposed to be paid, kindly refer the resolution at item no. 6 and its explanatory statement.
General information:	Manufacturing- FMCG	
1. Nature of Industry:		
2. Date or Expected Date of Commencement of Commercial Production:	Existing Company in Manufacturing since 2009.	
3. In case of New Companies, Expected Date of Commencement of activities as per Project approved by Financial Institutions appearing in the Prospectus	Not Applicable	
4. Financial performance based on given indicators	Financial Performance as per the audited Financial statements for the year ended March 31, 2026	
	Turnover	172465.41 Lakh
	Profit/Loss Before Tax	1517.18 Lakh
	Profit/Loss After Tax	971.57 Lakh
	Paid-up Share Capital	1195.18 Lakh
	Reserves & Surplus	26688.87 Lakh

Name of Director	Mr. Amit Kumat	Mr. Apoorva Kumat
5. Foreign investments or collaborations, if any.	Nil	
Information about the appointee:		
1. Background Details, Recognition or Awards, Job Profile and his suitability:	Mr. Amit Kumat holds a master's degree in science from the University Southwestern Louisiana. He has over 30 years of experience in snacks food industry	Mr. Apoorva Kumat holds a bachelor's degree in Commerce from Devi Ahilya Vishwavidyalaya. He has over 30 years of experience in snacks food industry
2. Past Remuneration:	108 Lakh	108 Lakh
3. Remuneration Proposed:	The Remuneration proposed to be paid to Mr. Amit Kumat, and Mr. Apoorva Kumat are as per the details set out in the Special Resolution at Item No. 5 and Item No 6 respectively of the Notice.	
4. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):	Taking into consideration the size and nature of the Company's business, the qualifications, competence, and experience of the Executive Directors, namely Mr. Amit Kumat, and Mr. Apoorva Kumat, the responsibilities shouldered by them, and the remuneration packages prevalent in the snacks and food industry, the proposed remuneration package is considered to be fair, reasonable, and commensurate with the remuneration levels prevailing in the industry.	
5. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any:	Apart from receiving remuneration and dividend from the Company, Mr. Amit Kumat has no other pecuniary relationship directly or indirectly with the Company or its managerial personnel	Apart from receiving remuneration and dividend from the Company, Mr. Apoorva Kumat has no other pecuniary relationship directly or indirectly with the Company or its managerial personnel
Other information:		
1. Reasons of loss or inadequate profits	Increasing competition in the market, inflation in key raw materials prices, supply chain disruptions may lead to a situation of no profits or inadequate profits in the Company during the tenure of the Executive Directors Mr. Amit Kumat and Mr. Apoorva Kumat.	
2. Steps taken or proposed to be taken for improvement	The management of the Company will take all requisite actions / steps including but not limited to developing long term relations with suppliers, entering into long term contracts for key raw materials, engaging in forward contracting, innovating new products, enhancing the distribution network.	
3. Expected increase in productivity and profits in measurable terms	N.A.	
4. Disclosures	The details of remuneration of Directors/Key Managerial Personnel and other information / details, as applicable, are disclosed under the Report of Corporate Governance in the Annual Report of the Company.	

By Order of the Board of Directors
For **Prataap Snacks Limited**

Registered Office:

Khasra No. 378/2, Nemawar Road, Near Makrand House, Palda, Indore - 452020, Madhya Pradesh, India

Place: Indore

Date: August 1, 2026

Sanjay Chourey

Company Secretary and Compliance Officer