



NARMADA GELATINES LIMITED

The Bombay Stock Exchange Ltd.

November 21, 2025

Corporate Relationship Department
1st Floor, New Trading Ring, Ratunda Bldg.,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

BSE Security Code: 526739

Sub: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Please find enclosed herewith the Postal Ballot Notice along with Explanatory Statement for seeking shareholder's approval by way of Remote e-voting facility, for Continuation of Mr. Kailasam Krishnamoorthy (DIN No: 02797916) as Non- Executive, Independent Director of the company beyond the age of 75 years as set out in the Postal Ballot Notice.

Please note that the Postal Ballot Notice is being sent only by email to the members of the Company whose email address is registered with the Company / Depository Participant(s), as on November 14, 2025 ("the Cut-off Date").

We hereby submit the following information with regard to remote e-voting facility:

Cut Off Date for eligibility to vote	Friday 14 th November, 2025
Agency for E-voting	Central Depository Services (India) Limited
Commencement of e-voting period	Tuesday, November 25, 2025 at 9:00 a.m. (IST)
Conclusion of e-voting period	Wednesday, December 24, 2025 at 5:00 p.m. (IST)
Date on which resolution will be deemed to be passed	Wednesday, December 24, 2025
Declaration of results of Postal Ballot	On or before Friday 26 th December, 2025

The Company has engaged the services of Central Depository Services (India) Limited for providing e-voting facility to all its Members. The Postal Ballot Notice along with the Explanatory Statement is also available on the website of the Company at www.narmadagelatines.com.

Thanking You,

For Narmada Gelatines Limited

Mahima Patkar

Company Secretary

Encl: As stated above.



Post Box No.91, Jabalpur-482 001 (M.P.) India Tel. : 0761-2830433, 517, Fax : 91-761-2830516
Regd. Office : "CARAVS" Building, 15, Civil Lines, Jabalpur - 482 001 (M.P.) Tel. : 0761-2678627
E-mail : swgljbp@sancharnet.in, ngljbp@rediffmail.com, ngljabalpur@narmadagelatines.com
Web : www.narmadagelatines.com, CIN - L24111MP1961PLC016023





NARMADA GELATINES LIMITED

Narmada Gelatines Limited

Regd. Off: CARAVS R.No.28, CIVILLINES, JABALPUR, Madhya Pradesh, India, 482001

CIN: L24111MP1961PLC016023 Tel: 0761 2678627

Email: ngljbp@rediffmail.com, ngljabalpur@narmadagelatines.com

Website: www.narmadagelatines.com

POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (the “**Act**”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the “**MCA**”), Government of India, for holding general meetings/ conducting postal ballot process through remote e-voting vide General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with relevant circulars, including General Circular No. 03/2025 dated 22 September, 2025 and any other applicable laws, rules and regulations, the Special Resolution set out below is proposed for consideration by the members of **Narmada Gelatines Limited** (the “**Company**”) for passing through Postal Ballot by way of voting through electronic means (“**remote e-voting**”) only. Members are requested to refer the detailed instructions for remote e-voting and eligibility thereof explained in notes to this Notice.

An explanatory statement pursuant to Section 102 and other applicable provisions, if any, of the Act, setting out the material facts pertaining to the resolution mentioned in this Postal Ballot Notice, is annexed hereto and forms part of this postal ballot notice.

Important information pertaining to Postal Ballot at a glance:

Details of Resolution	: Continuation of Mr. Kailasam Krishnamoorthy (DIN No: 02797916) as Non-Executive, Independent Director of the company beyond the age of 75 years.
Type of Resolution	: Special Resolution
Cut-off Date (for determining the Members to whom Notice shall be sent and for determining the members entitled to vote on the resolution set forth in this Notice)	: Friday, November 14, 2025
Commencement of Remote e-voting	: Tuesday, November 25, 2025 at 9.00 a.m. (IST)



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End of Remote e-voting	: Wednesday, December 24, 2025 at 5.00 p.m. (IST)
	: National Securities Depository Limited: https://eservices.nsdl.com/ or https://www.evoting.nsdl.com/
URL for Remote e-voting	Central Depository Services (India) Limited: https://web.cdslindia.com/myeasitoken/Home/Login or https://www.cdslindia.com/



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SPECIAL BUSINESS:

1. **Continuation of Mr. Kailasam Krishnamoorthy (DIN No: 02797916) as Non-Executive, Independent Director of the company beyond the age of 75 years**

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

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification, amendment or re-enactment thereof for the time being in force) and other applicable laws, if any, and as recommended by the Nomination and Remuneration Committee and the board, the consent of the members of the Company, be and is hereby accorded for continuation of directorship of Mr. Kailasam Krishnamoorthy (DIN: 02797916), as a Non-Executive Independent Director of the Company, who is going to attained the age of 75 years on 26th December, 2025 as long as his 1st tenure of independent director shall continue i.e. till the conclusion of 65th AGM of the Company or 20th September, 2026, whichever is earlier.

RESOLVED FURTHER THAT any of the Director of the Company or the Company Secretary of the company, be and are hereby severally authorized to sign and submit necessary forms with the ROC and do all such acts and deeds as may be necessary in this regard.”

**By Order of the Board
For-Narmada Gelatines Limited**

Sd/-
Mahima Patkar
Company Secretary
Membership No. ACS 72544

Place: Jabalpur
Date: 19th November 2025

Registered Office:

CARAVS R.No.28 CIVIL LINES,
JABALPUR, Madhya Pradesh,
India, 482001

CIN: L24111MP1961PLC016023

E-mail Id: nglibp@rediffmail.com

Tel: 9893276521 | Website: www.narmadagelatines.com



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Notes:

1. The explanatory statement pursuant to Section 102(1) read with Section 110 of the Act along with details in terms of Regulation 36(3) of the LODR Regulations, stating all material facts and the reason/ rationale for proposed resolutions is annexed herewith.
2. In accordance with the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with relevant circulars, including General Circular No. 03/2025 dated 22 September, 2025 (the “MCA Circulars”), this Postal Ballot Notice is being sent only by electronic mode to those Members whose names appear in the Register of Members/ List of Beneficial Owners as on November 14, 2025 (“Cut-off Date”) received from the Depositories viz. National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) and whose e-mail address are registered with the Company/ Registrar and Share Transfer Agent i.e. CB Management Services (P) Ltd. (“RTA”)/ Depositories. A copy of this Postal Ballot Notice will also be available on the Company’s website at www.narmadagelatines.com , website of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com and on the website of Central Depository Services (India) Limited (“CDSL”) at <https://www.evotingindia.com>.
3. In accordance with the MCA Circulars, the physical copies of this Postal Ballot Notice, along with postal ballot forms and pre-paid business envelope, are not being sent to any Member. Accordingly, the communication of the assent or dissent of the Members eligible to vote is restricted only to voting through electronic means (“remote e-voting”) i.e. by casting their votes electronically instead of submitting postal ballot forms. Members who have not yet registered their e-mail address may register the same as under:
 - a) Members holding shares in electronic mode can get their e-mail IDs registered by contacting the Depository through their Depository Participant.
 - b) Members holding shares in physical mode are requested to register their e-mail IDs with the Company at ngljbp@rediffmail.com or the RTA (M/s CB Management Services (P) Ltd. at rta@cbmsl.co along with copy of signed request letter in Form ISR-1 mentioning the name and address of the member, self-attested copy of PAN card and any address proof viz. Aadhar, Passport, Driving License etc.
4. Members who update their e-mail id after Cut-off Date can send their request for receiving the Postal Ballot Notice to the Company at ngljbp@rediffmail.com or the RTA M/s CB Management Services (P) Ltd. at rta@cbmsl.co
5. The Members holding Equity Shares of the Company as on the Cut-off Date (“Eligible Members”) only shall be entitled to vote through remote e-voting process in relation to the resolutions specified in this Postal Ballot Notice. Any person who is not a member as on the Cut-Off Date should treat this Postal Ballot Notice for information purpose only.



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6. The Company has engaged the services of CDSL for providing remote e-Voting facilities to the Members, enabling them to cast their vote electronically and in a secure manner. The facility to exercise vote through remote e-voting means will be available during the following period:

Commencement of Remote e-voting: Tuesday, November 25, 2025 at 9:00 a.m. (IST)

End of Remote e-voting : Wednesday, December 24, 2025 at 5:00 p.m. (IST)

During this period, eligible Members may cast their votes electronically. The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period. The instructions for remote e-voting are provided as part of this Postal Ballot Notice which the members are requested to read carefully before casting their vote.

7. Once the vote is cast, the Member shall not be able to change it subsequently or cast the vote again. Voting rights of a Member/ Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/ her shareholding in the equity share capital of the Company as on the Cut-off Date i.e. 14th November 2025.
8. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors by a circular resolution dated 19th November 2025 of your Company has appointed Mr. Tapan Badkul, Practicing Cost and Management Accountant (FCA 23394) Proprietor, M/s. Tapan Badkul & Associate, Practicing Cost Accountant, as the 'Scrutinizer' to scrutinize the Postal Ballot through remote e-voting process in a fair and transparent manner.
9. Relevant documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the Members from the date of circulation of this Notice up to the last date of remote e-voting till 5:00 p.m. (IST). Members seeking to inspect such documents can send an e-mail to ngljbp@rediffmail.com with the subject line "Narmada Gelatines Limited – Postal Ballot 2025."
10. Corporate/ Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to jainadinath@gmail.com with a copy marked to mahima.patkar@narmadagelatines.com.
11. The Resolution, if approved by requisite majority, will be deemed to have been passed on the last date of e-voting i.e. Wednesday, December 24, 2025 as if they have been passed at a General Meeting of the Shareholders.



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12. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before Friday, December 26, 2025. The same shall be displayed on the website of the Company at www.narmadagelatines.com , website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and website of CDSL at <https://www.evotingindia.com> .



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THE DETAILS OF THE PROCESS AND MANNER FOR REMOTE E-VOTING

CDSL e-Voting System – For Remote e-voting

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 on Tuesday, November 25, 2025 at 9.00 a.m. (IST) and ends on Wednesday, December 24, 2025 on at 5.00 p.m. (IST) .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 14th November, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) 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.

- (iii) 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



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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
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">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 www.cdslindia.com and click on login icon & My Easi 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 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 & 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.3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & 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 a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.



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Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">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.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.jsp3) 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 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.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	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



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demat mode) login through their Depository Participants (DP)	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.
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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 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

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

- (iv) 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.
 - 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,



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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 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:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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">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.
Dividend Bank Details 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">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.

(v) After entering these details appropriately, click on “SUBMIT” tab.

(vi) 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.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.



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- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) 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 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.
 - 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



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email address viz; jainadinath@gmail.com and mahima.patkar@narmadagelatines.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 Company/RTA email id.
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 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 or call at toll free no. 1800 21 09911

**By Order of the Board
For-Narmada Gelatines Limited**

Sd/-
Mahima Patkar
Company Secretary
Membership No. ACS 72544

Place: Jabalpur
Date: 19th November 2025

Registered Office:
CARAVS R.No.28 CIVIL LINES,
JABALPUR, Madhya Pradesh,
India, 482001
CIN: L24111MP1961PLC016023
E-mail Id: nglibp@rediffmail.com
Tel: 9893276521 | Website: www.narmadagelatines.com



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ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying notice:

Item No. 1

Continuation of Mr. Kailasam Krishnamoorthy (DIN No: 02797916) as Non-Executive, Independent Director of the company beyond the age of 75 years.

As per the provisions of Regulation 17(1A) of the SEBI (LODR) Regulations, 2015, no listed entity shall appoint or continue the directorship of a non-executive director who has attained the age of 75 years unless a special resolution is passed to that effect and justification thereof is provided in the explanatory statement.

Mr. Krishnamoorthy will attain the age of 75 years in December 2025, i.e. during his tenure as Director.

The Board considers that the continued association of Mr. Krishnamoorthy would be beneficial to the Company. He will bring considerable professional experience, independent judgment, and valuable guidance to the Board and recommends the resolution for approval of the Members as a Special Resolution.

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has approved continuation of Mr. Krishnamoorthy as a Non-Executive Independent Director beyond the age of 75 years, subject to the approval of the Members by way of Special Resolution.

All other terms and conditions of his appointment Including perquisites and benefits etc. shall remain same.

The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards is annexed as Annexure-A. The Board recommends the passing of the Resolution at Item No. 1 as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives, concerned or interested, financially or otherwise, in the resolution.

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Annexure-A
Details of Directors seeking appointment / reappointment
[In pursuance of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015]

Name of Director	KAILASAM KRISHNAMOORTHY
Director Identification Number	02797916
Designation/category of the Director	Non-Executive Independent Director and Chairman of Stakeholders Relationship Committee and Member of Audit Committee, Nomination and Remuneration Committee
Date of Birth	26-12-1950
Date of Appointment / Re-appointment in AGM	21.09.2021
Qualification	Bachelor of Degree in Commerce (with Honours) from Calcutta University and a Degree in Law (LLB) from Utkal University, Bhubaneswar, Odisha. He is Company Secretary by Profession. He also hold Certificate of Practice CP No.9733. He also passed the intermediate Examination of the Institute of Cost and Works Accountants of India, Kolkata.
Expertise in specific functional areas And past experience	Expertise in the field of Restructuring such as mergers/acquisitions, resource mobilization through public issue/right issue, QIPs/ FCCB/ GDR and Corporate Governance.
Terms and conditions of re-appointment	shall remain same as of appointment (as this is continuation beyond the age of 75 years)
Details of remuneration sought to be paid	Sitting fees as approved by the Board of Directors
Directorship in other companies	Nil



NARMADA GELATINES LIMITED

*Memberships / Chairmanships of
Committee across Public Companies

Narmada Gelatines Limited 1. Nomination
& Remuneration
Committee-Member 2. Audit Committee
-Member 3. Stakeholders Relationship
Committee-Chairman

Shareholding

Nil

*The above includes Memberships/Chairmanships of only Listed Companies.

**By Order of the Board
For-Narmada Gelatines Limited**

Sd/-
Mahima Patkar
Company Secretary
Membership No. ACS 72544

Place: Jabalpur
Date: 19th November 2025

Registered Office:

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JABALPUR, Madhya Pradesh,
India, 482001
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Tel: 9893276521 | Website: www.narmadagelatines.com