

Registered and Admin Office :

Plot No. 29, Pavitra, Second Floor, Chharwada Road, Opp. Sargam Society, GIDC., Vapi-396 195, Gujrat, India. Tel/Fax : 91-260-2432998, 2430106 Mob.: 91-9512701950 Email : info@gautamexim.com / grrpl1850@gmail.com CIN : L51100GJ2005PLC046562 Web.: www.gautamexim.com GSTIN : 24AACCG7701P1ZF

Corporate office :

Ward No. 11, Near Fatehnagar Way Bridge, Dhuni, Fatehnagar - 313205, Distt. - Udaipur, Rajasthan, India Mob.: 91-9887003544

NOTICE OF EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting ("EGM") of the Members of Gautam Exim Limited (CIN: L51100GJ2005PLC046562) will be held on **Thursday, 30th April 2026 at 11:00 AM** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in compliance with applicable provisions of the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and MCA Circulars, to transact the following business:

The deemed venue shall be considered to be the registered office of the Company at Plot No. 29, Pavitra, Second Floor, Chharwada Road, Opp. Sargam Society, GIDC, Vapi - 396195, Gujarat.

SPECIAL BUSINESS:**1. SUB-DIVISION OF EQUITY SHARES FROM THE FACE VALUE OF RS.10/- PER SHARE TO RS. 5/- PER SHARE AND AUTHORISED SHARE CAPITAL OF THE COMPANY THERETO:**

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

"RESOLVED THAT pursuant to the provisions of Section 61(1)(d) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules framed thereunder (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, and subject to the provisions of Memorandum and Articles of Association of the Company and subject to the approvals, consents, permissions and sanctions, if any, required from BSE Limited and any other statutory authority, and as approved by the Board of Directors of the Company, consent of the members be and is hereby accorded for sub dividing the Equity Shares of the Company, such that Equity Share having nominal value of Rs.10/-(Rupees Ten Only) be sub-divided into 2 (two) Equity Shares having nominal value of Re. 5/-(Rupee Five Only) each fully paid-up."

"RESOLVED FURTHER THAT pursuant to the Sub-division of Equity Shares of the Company, all the Authorized, Issued, Subscribed and Paid-up Equity Shares of nominal value of Rs. 10/- (Rupees Ten Only) each existing on the record date to be fixed by the Board of Directors of the Company (which shall include any Committee thereof), shall stand sub-divided into 2 (two) Equity Shares of nominal value of Re. 5/-(Five Rupee) each fully paid up. The details are as given below:

Type of Capital	Pre-Split Share Capital Structure			Post-Split Share Capital Structure		
	No. of Equity Shares	Face Value (Rs.)	Total Capital (Rs.)	No. of Equity Shares	Face Value (Rs.)	Total Capital (Rs.)
Authorised Share Capital	50,00,000	10	5,00,00,000	1,00,00,000	5	5,00,00,000
Issued, Subscribed, Paid up Capital	30,81,000	10	3,08,10,000	61,62,000	5	3,08,10,000

“RESOLVED FURTHER THAT upon sub-division/ split of equity shares as aforesaid, with effect from the Record Date in the following manner:

- a) for the equity shares held in physical form, the existing Share Certificate(s) in relation to the said shares, shall be deemed to have been automatically cancelled and shall be of no effect and the Board, without requiring the Members to surrender their existing Share Certificate(s), shall issue new Share Certificate(s) of the Company; and
- b) for the equity Shares held in dematerialized form, the sub-divided equity shares shall be credited proportionately into the respective beneficiary demat accounts of the members held with Depository Participants, in lieu of the existing credits present in their respective beneficiary demat accounts.”

“RESOLVED FURTHER THAT the Company shall obtain necessary listing and trading approvals from BSE Limited for the subdivided equity shares.”

“RESOLVED FURTHER THAT the Company shall obtain new ISIN for subdivided equity shares from NSDL and CDSL.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to delegate all or any powers to any Committee of the Board.”

“RESOLVED FURTHER THAT any of the Directors of the company and CS Varun Bhomia, Practicing Company Secretary be and are hereby jointly authorized to do all such acts, deeds, matters and things including to fix and announce the Record Date, to make appropriate adjustments including treatment of fractional entitlements, if any, on account of sub-division/ split of equity shares, to accept and make any alteration(s), modification(s) to the terms and conditions as they may deem necessary, concerning any aspect of the sub-division / split of equity shares, in accordance with the statutory requirements as well as to delegate all or any of its/their powers herein conferred to any other Officer(s)/Authorized Representative(s) of the Company, to give such directions as may be necessary or desirable, to apply for necessary approvals, to settle any questions, difficulties or doubts that may arise and generally, to do all acts, deeds, matters and things as they may, in their absolute discretion deem necessary, expedient, usual or proper in relation to or in connection with or for matters in relation or consequential to the sub-division/ split of equity Shares including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities, in due compliance of the applicable rules and regulations, without seeking any further consent or approval of the Board or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution”

2. ALTERATION IN THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY PURSUANT TO SUB-DIVISION

To Consider and If Thought Fit, To Pass With Or Without Modification, The Following Resolution As **“Ordinary Resolution”**.

“RESOLVED THAT pursuant to the provisions of Section 13, 61(1)(a), 64 of the Companies Act, 2013 (“the Act”) and other applicable provisions of the Act, if any, (including any statutory modification(s) and reenactment(s) thereof for the time being in force) read with the Companies (Share Capital and Debentures) Rules, 2014 framed thereunder and Articles of Association of the Company, subject to approval of split of share resolution, subject to approval from BSE Limited and other statutory authorities, on the recommendation of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to alter the Authorized

Share Capital of the Company from ₹5,00,00,000/- (Rupees Five Crore only) divided into 50,00,000 (Fifty Lacs) Equity Shares of ₹10/- (Rupees Ten only) each to ₹5,00,00,000/- (Rupees Five Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹5/- (Rupees Five only) each.”

“**RESOLVED FURTHER THAT** consequent upon the aforesaid alteration in Authorized Share Capital, Clause V (Capital Clause) of the Memorandum of Association of the Company be and is hereby altered and substituted with the following:

“V. The Authorized Share Capital of the Company is ₹5,00,00,000/- (Rupees Five Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹5/- (Rupees Five only) each.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to delegate all or any powers to any Committee of the Board.”

“**RESOLVED FURTHER THAT** any of the Directors of the company and CS Varun Bhomia, Practicing Company Secretary be and are hereby jointly authorized to do all such act(s), deed(s) and things including filing of all forms and documents with Registrar of Companies and other Regulatory Authorities as may be necessary and incidental to give effect to the aforesaid resolution.”

3. ALTERATION IN THE CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY PURSUANT TO INCREASE IN AUTHORISED SHARE CAPITAL

To Consider and If Thought Fit, To Pass With Or Without Modification, The Following Resolution As “**Ordinary Resolution**”.

“**RESOLVED THAT** pursuant to the provisions of Section 13, 61(1)(a), 64 of the Companies Act, 2013 (“the Act”) and other applicable provisions of the Act, if any, (including any statutory modification(s) and reenactment(s) thereof for the time being in force) read with the Companies (Share Capital and Debentures) Rules, 2014 framed thereunder and Articles of Association of the Company, subject to approval of split of share resolution, subject to approval from BSE Limited and other statutory authorities, on the recommendation of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from ₹5,00,00,000/- (Rupees Five Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹5/- (Rupees Five only) each to ₹13,00,00,000/- (Rupees Thirteen Crore only) divided into 2,60,00,000 (Two Crore Sixty Lakh) Equity Shares of ₹5/- each.”

“**RESOLVED FURTHER THAT** consequent upon the aforesaid alteration in Authorized Share Capital, Clause V (Capital Clause) of the Memorandum of Association of the Company be and is hereby altered and substituted with the following:

“V. The Authorized Share Capital of the Company is ₹13,00,00,000/- (Rupees Thirteen Crore only) divided into 2,60,00,000 (Two Crore Sixty Lacs only) Equity Shares of ₹5/- (Rupees Five only) each.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to delegate all or any powers to any Committee of the Board.”

“**RESOLVED FURTHER THAT** any of the Directors of the company and CS Varun Bhomia, Practicing Company Secretary be and are hereby jointly authorized to do all such act(s), deed(s) and

things including filing of all forms and documents with Registrar of Companies and other Regulatory Authorities as may be necessary and incidental to give effect to the aforesaid resolution.”

4. ISSUE OF BONUS SHARES

To consider and if thought fit, to pass with or without modification, the following resolution as **“Ordinary Resolution”**

“RESOLVED THAT in accordance with the provisions of Section 63 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (“SEBI”) (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“the ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and other applicable regulations, rules and guidelines issued by SEBI from time to time, the enabling provisions of the Articles of Association of the Company and subject to approval of split of share resolution, subject to approval from BSE Limited and other statutory authorities, subject to such approvals, consents, permissions, conditions and sanctions as may be necessary from appropriate authorities and subject to such terms and modifications, if any, as may be specified while according such approvals and on the recommendation of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for capitalization of a sum not exceeding Rs. 9,24,30,000/- (Rupees Nine Crores Twenty Four Lakhs Thirty Thousand only) from and out of the Free Reserves account for the purpose of issue of bonus equity shares of Re. 5/- (Rupee Five) each, credited as fully paid to the eligible members of the Company holding equity shares of Re. 5/- (Rupee Five) each of the Company whose names appear in the Register of Members on a ‘Record Date’ to be determined by the Board for this purpose, in the proportion of 3 (Three) new fully paid-up equity share of Re. 5/- (Rupee Five) each held by them (i.e. in the ratio of 3:1) and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up capital of the Company held by each such member.”

“RESOLVED FURTHER THAT the bonus equity shares to be allotted shall rank pari-passu in all respects with the fully paid-up equity shares of the Company as existing on the Record Date.”

“RESOLVED FURTHER THAT the bonus equity shares upon allotment shall have the same rights of voting as the existing equity shares and be treated for all other purposes pari-passu with the existing equity shares of the Company. The Bonus equity shares shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.”

“RESOLVED FURTHER THAT in case of fractional entitlements arising out of the issue of bonus equity shares, the Board be and is hereby authorized to make suitable arrangements to deal with such fractions for the benefit of the eligible Members.”

“RESOLVED FURTHER THAT in the case of members who hold shares or opt to receive the shares in dematerialized form, the bonus equity shares shall be credited to the respective beneficiary accounts of the members with their respective Depository Participant(s) and in the case of members who hold equity shares in physical form, the share certificate(s) in respect of the bonus equity shares shall be dispatched, within such time as prescribed by law and the relevant authorities.”

“RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent they relate to Non- Resident Indians (NRIs) and other Foreign Investors, be subject to the approval of RBI or any other regulatory authority, as may be necessary.”

“RESOLVED FURTHER THAT the Company shall obtain necessary listing and trading approvals from BSE Limited for the bonus equity shares and the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the

shares of the Company are presently listed as per the provisions of the SEBI LODR Regulations and other applicable regulations, rules and guidelines.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to delegate all or any powers to any Committee of the Board.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors of the company and CS Varun Bhomia, Practicing Company Secretary be and are hereby jointly authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary, proper, expedient or desirable and to settle any question, difficulty or doubt whatsoever that may arise with regard to issue, allotment, distribution and listing of shares as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding.”

5. APPOINTMENT OF SECRETARIAL AUDITOR

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

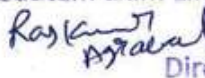
“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, subject to applicable provisions of Regulation 24A of SEBI LODR, Mr. Varun Bhomia, Practicing Company Secretary, a Peer Reviewed firm (Membership No. 9144, CP No. 10561), be and is hereby appointed as the Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company for the financial year 2025-26, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditor.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to fix, finalize and pay the remuneration of the Secretarial Auditor and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

For Gautam Exim Limited

CIN: L51100GJ2005PLC046562

For - Gautam Exim Limited


Director

Rajkumar Agrawal

Managing Director

DIN: 11129059

NOTES:

The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 03/2025 dated September 22, 2025 read together with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2022 dated May 05, 2022 and subsequent circulars issued in this regard (collectively referred to as "MCA Circulars"), permitted companies to convene Extraordinary General Meetings ("EGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act 2013; SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the MCA Circulars, the EGM of the Company is being held through VC/OAVM.

The Notice of the EGM is being sent only through electronic mode to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 03 April 2026 and whose email IDs are registered with the Company/Depositories.

Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/ OAVM and participate there at and cast their votes through e-voting.

1. The Notice of Meeting is being sent through electronic mode only to those members whose email addresses are registered with the Company/Depository Participant(s) as per MCA various circulars.
2. Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
3. The relevant explanatory statement pursuant to section 102 of the Companies Act, 2013 is applicable and attached.
4. The Members can join the EGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/ through VC/ OAVM will be made available for 1000 members on first come first served basis. This will not include 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. who are allowed to attend the EGM/ EGM without restriction on account of first come first served basis.
5. Members, who have not registered their e-mail address so far, are requested to register their e- mail address for receiving all communication from the Company electronically. Members seeking further information in the Notice are requested to write to the Company at least 7 days before the meeting so that relevant information can be kept ready at the meeting. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates,

nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants in case the shares are held in electronic form and in case the shares are held in physical form to the Company's Registrar and Share Transfer Agents.

6. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit PAN to their Depository Participants with whom they are maintaining their de-mat account. Member holding shares in physical form can submit their PAN details to the Company at the Registered Office of the Company.
7. The Members attending the meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Companies Act, 2013.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. 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 agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by CDSL.
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. The cut-off date for determining the eligibility of members to vote by remote e-voting or voting at the EGM is Thursday, 23 April 2026. The Company has fixed 04th April, 2026 as the date for the purpose of dispatch of Notice of EGM. Any person who acquires shares after the above said date but before the cut-off date i.e., 23rd April, 2026 may obtain the ID-password from the Company's RTA i.e M/s. Bigshare Services Pvt. Ltd.
11. The Company is providing facility of REMOTE E-VOTING and the business may be transacted through such voting. Details instructions are provided in the notice itself.
12. The Board of Directors has appointed **CS Varun Bhomia & Co.** Practicing Company Secretaries as the Scrutinizer for conducting the voting and remote e-voting process in accordance with the law and in a fair and transparent manner and he has consented to act as scrutinizer.
13. The Scrutinizer shall, immediately after the conclusion of voting at the EGM, unblock the votes cast through remote e-voting period i.e. between Monday, 27th April, 2026 to Wednesday, 29th April, 2026 (both days inclusive) and e-voting at EGM. The Scrutinizer shall, prepare and present a consolidated report of the total votes cast in favour or against, if any, to the Chairman or any other Key Managerial Personnel who shall countersign the same and declare the results of the voting within 2 working days of conclusion of Extra Ordinary General Meeting.
14. The Chairman shall declare the results of voting based on the Scrutinizer Report and the same shall be placed on the website of the Company, Bigshare Services Pvt Ltd (RTA) and BSE along with the report of Scrutinizer.
15. The results shall also be forwarded to the Stock Exchange within 2 working days of the conclusion of Extra Ordinary General Meeting. As per Regulation 40 of the SEBI Listing

Regulations, as amended, transfer of securities would be carried out in dematerialised form only with effect from April 1, 2019, except in case of transmission or transposition of securities. However, Members can continue to hold shares in physical form.

16. In view of the same and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's RTA for assistance in this regard.
17. Electronic copy of the Notice of Extra-Ordinary General Meeting is being sent to all the members whose email IDs are registered with the Company/Depositories for communication purposes unless any member has requested for a hard copy of the same.
18. Members holding shares in the physical form are requested to notify changes in address, email id, bank mandate and bank particulars, if any, under their signatures to M/s. Bigshare Services Pvt. Ltd, 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai Maharashtra 400059, the Registrars and Share Transfer Agents (RTA) of the Company, quoting their Folio numbers. Members holding shares in electronic form may update such information with their respective Depository Participants.
19. Members are requested to notify the change in address, if any, to the Company quoting their Folio Numbers, Name and number of shares held by them etc.
20. Members are requested to register their e-mail addresses with the Company or depository for receiving communications including Annual Reports, Notices and Circulars etc. by the Company electronically.
21. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
22. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item Nos. 1, 2, 3, 4 and 5 set out above are annexed hereto.
23. All documents referred to in accompanying Notice and Explanatory Statement shall be available for electronic inspection by the members on request.
24. The persons who have acquired shares and become members of the Company after the dispatch of notice and holding shares as on the cut-off date i.e. 23rd April, 2026 then the member may obtain Login ID and other e-Voting related details from the Company.
25. Only bona fide members of the Company, whose names appear on the Register of Members / authorised representatives, will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
26. **DECLARATION OF RESULTS ON THE RESOLUTIONS:** The Scrutinizer shall, immediately after the completion of the scrutiny of the e-voting (e-voting casted during the EGM and votes cast through remote e-voting), within 2 working days from the conclusion of the EGM, submit a consolidated Scrutinizer's report of the total votes cast in favor and against the resolution(s), invalid votes, if any, and whether the resolution(s) has/have been carried or not, to the Chairman or a person authorized by him in writing.

27. Members may contact Registrar and Share Transfer Agent:

Bigshare Services Private Limited
Email: info@bigshareonline.com

28. The Notice is also available on the Company website and on BSE website.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 03/2025 dated September 22, 2025 read together with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2022 dated May 05, 2022 and subsequent circulars issued in this regard (collectively referred to as "MCA Circulars"), permitted companies to convene Extraordinary General Meetings ("EGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and the MCA Circulars, the EGM of the Company is being held through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include 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. who are allowed to attend the EGM without restriction on account of first come first served basis.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL

Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

3. If you are 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>
4. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual
Shareholders holding
securities in demat
mode with CDSL

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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
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 CDSL website www.cdslindia.com and click on login & New System Myeasi 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.
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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.gautamexim.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 27th April, 2026 at 09:00 A.M. and ends on 29th April, 2026 at 05.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd April 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the S-off date, being 23rd April 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the

.pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
 3. Now you are ready for e-Voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. 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 bhomiavarun@gmail.com with a copy marked to evoting@nsdl.com and cs@gautamexim.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney /

Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@gautamexim.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@gautamexim.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-

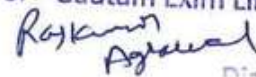
1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@gautamexim.com. The same will be replied by the company suitably.
6. Members who wish to register themselves as speakers at the EGM may do so by sending their request from their registered email ID mentioning their name, DP ID and Client ID / Folio Number, PAN, mobile number to the Company at cs@gautamexim.com at least **48 hours prior to the meeting**. Those Members who have registered themselves as speakers shall be allowed to express their views or ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending upon the availability of time.
7. Members who do not wish to speak during the EGM but have queries may send their queries in advance at least 7 days before the meeting mentioning their name, DP ID/Client ID, PAN and mobile number.

Date: 04th April 2026
Place: Vapi

By Order of the Board
For Gautam Exim Limited
CIN: L51100GJ2005PLC046562
For - Gautam Exim Limited



RAJ KUMAR AGRAWAL
Managing Director
DIN: 11129059

ANNEXURE TO NOTICE
EXPLANATORY STATEMENT
SECTION 102 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: Sub-division of Equity Shares

The Equity Shares of the Company are presently having a face value of ₹10/- (Rupees Ten only) each. In order to improve liquidity of the Company's shares in the stock market and to make the shares more affordable and accessible to a wider investor base, it is proposed to sub-divide each Equity Share of ₹10/- (Rupees Ten only) each into 2 (Two) Equity Shares of ₹5/- (Rupees Five only) each.

The sub-division of shares will not result in any change in the amount of Authorized, Issued, Subscribed and Paid-up Share Capital of the Company.

The Record Date for the purpose of sub-division of shares shall be fixed by the Board of Directors of the Company in compliance with Regulation 42 of SEBI (LODR) Regulations 2015.

The sub-division of Equity Shares requires approval of the members under Section 61(1)(d) of the Companies Act, 2013.

The Board of Directors at its meeting held on 28th March, 2026 has approved the aforesaid proposal, subject to approval of the members and subject to approval from BSE Limited and other statutory authorities.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution except to the extent of their shareholding.

Accordingly, the Board recommends passing of the Resolution set out in Item No. 1 of the accompanying Notice as Ordinary Resolution.

Item No. 2 Alteration of Capital Clause of Memorandum of Association of the Company pursuant to sub-division

Consequent to the proposed sub-division of Equity Shares of the Company, it is proposed to alter the Authorized Share Capital of the Company from ₹5,00,00,000 (Rupees Five Crore only) divided into 50,00,000 Equity Shares of ₹10/- each to ₹5,00,00,000 (Rupees Five Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹5/- (Rupee Five only) each.

The alteration in Authorized Share Capital requires approval of members under Section 61 of the Companies Act, 2013.

Further, consequent to such alteration, Clause V (Capital Clause) of the Memorandum of Association of the Company is required to be altered in accordance with Section 13 of the Companies Act, 2013.

The Board of Directors at its meeting held on 28th March, 2026 has approved the aforesaid proposal, subject to approval of the members, subject to approval of split of share resolution and subject to approval from BSE Limited and other statutory authorities.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution except to the extent of their shareholding.

Accordingly, the Board recommends passing of the Resolution set out in Item No. 2 of the accompanying Notice as Ordinary Resolution.

Item No. 3: Alteration in the Capital Clause of Memorandum of Association of the Company pursuant to Increase In Authorised Share Capital

Keeping in view the future fund requirements of the Company, it is proposed to increase the Authorized Share Capital of the Company from ₹5,00,00,000 (Rupees Five Crore only) divided into 1,00,00,000 (One Crore) Equity Shares of ₹5/- (Rupee Five only) each to ₹13,00,00,000 (Rupees Thirteen Crore only) divided into 2,60,00,000 Equity Shares of ₹5/- each.

The increase in Authorized Share Capital requires approval of members under Section 61 of the Companies Act, 2013.

Further, consequent to such increase, Clause V (Capital Clause) of the Memorandum of Association of the Company is required to be altered in accordance with Section 13 of the Companies Act, 2013.

The Board of Directors at its meeting held on 28th March, 2026 has approved the aforesaid proposal, subject to approval of the members, subject to approval of split of share resolution and subject to approval from BSE Limited and other statutory authorities.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution except to the extent of their shareholding.

Accordingly, the Board recommends passing of the Resolution set out in Item No. 3 of the accompanying Notice as Ordinary Resolution.

Item No. 4: Issue of Bonus Shares

In order to reward the existing shareholders of the Company and to capitalize a part of the free reserves of the Company, the Board of Directors has recommended the issue of Bonus Shares in the ratio of 3:1, i.e., 3 (Three) new fully paid-up Equity Shares of ₹5/- (Rupees Five only) each for every 1 (One) existing fully paid-up Equity Share of ₹5/- (Rupees Five only) each held by the members of the Company.

The Bonus Issue will be made out of Free Reserves of the Company and will not result in any cash outflow.

The issue of Bonus Shares is subject to the provisions of Section 63 of the Companies Act, 2013 and applicable provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Record Date for determining the eligibility of shareholders for the purpose of Bonus Issue shall be fixed by the Board in compliance with Regulation 42 of SEBI (LODR) Regulations 2015.

The Board of Directors at its meeting held on 28th March, 2026 has approved the aforesaid proposal, subject to approval of the members, subject to approval of split of share resolution and subject to approval from BSE Limited and other statutory authorities.

The proposed corporate actions shall be implemented in the following sequence:

- 1 Sub-division of equity shares
- 2 Alteration of Capital Clause
- 3 Increase in Authorised Capital
- 4 Issue of Bonus Shares

The Company confirms that it is not in default in respect of payment of interest or principal in respect of fixed deposits, debt securities and statutory dues of employees such as contribution to provident fund, gratuity and bonus.

None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution except to the extent of their shareholding.

Accordingly, the Board recommends passing of the Resolution set out in Item No. 4 of the accompanying Notice as Ordinary Resolution.

Item No. 5: Appointment of Secretarial Auditor

The provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 mandate certain classes of companies to annex a Secretarial Audit Report issued by a Practicing Company Secretary in Form MR-3 to its Board's Report.

In order to comply with the aforesaid provisions and to ensure good corporate governance practices, the Board of Directors of the Company has proposed the appointment of **Mr. Varun Bhomia**, Practicing Company Secretary (Membership No. 9144, CP No. 10561) as the Secretarial Auditor of the Company for the financial year 2025-26.

The consent and eligibility certificate as required under applicable provisions of the Companies Act, 2013 has been received from the proposed Secretarial Auditor confirming that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder.

The Board considers that the appointment of the said Practicing Company Secretary as Secretarial Auditor is in the best interest of the Company.

Accordingly, the Board recommends the Ordinary Resolution as set out at Item No. 5 of the Notice for approval of the Members.

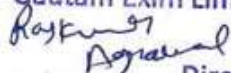
None of the Directors or Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) is in any way, whether financially or otherwise, concerned or interested, in the said resolution except to the extent of their shareholding.

By Order of the Board

For Gautam Exim Limited

CIN: L51100GJ2005PLC046562

For - Gautam Exim Limited



Director

RAJ KUMAR AGRAWAL

Managing Director

DIN: 11129059