Dated: June 10, 2026

To,
Listing Department,
National Stock Exchange of India,
Exchange Plaza, 5th Floor, Plot C/1, G - Block,
Bandra-Kurla Complex, Bandra (East) Mumbai - 400051

NSE Security: BNAL28
NSE Symbol: ORG1000
ISIN: INE00XL07015

Sub: Notice of the 01st Extra-Ordinary General Meeting ("EGM") of the Members of B.N. Agritech Limited (the "Company") scheduled to be held on Friday, June 12, 2026.

Dear Sir/ Madam,

Pursuant to Regulation 50(2) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed herewith the Notice of 01st Extra-Ordinary General Meeting (EGM) of the financial year 2026-27 of the Company to be held on Friday, June 12, 2026 at 11:00 AM (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), at a shorter notice, to transact the business as set out in the notice dated June 10, 2026 convening the said EGM ("EGM Notice").

This is in compliance with the applicable provisions of Companies Act, 2013 (Act) and Rules framed thereunder and SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 read with Circular dated September 22, 2025 issued by the Ministry of Corporate Affairs, along with the Circulars issued by Securities and Exchange Board of India, which has permitted to hold the EGM through VC/OVAM, without physical presence of the members at common venue.

The said EGM Notice is also uploaded on the website of the Company at www.bnagritech.com.

Please take the above information on your records.

Thanking You

For B.N. Agritech Limited

Ajay Kumar Agarwal
Digitally signed by Ajay Kumar Agarwal
Date: 2026.06.10 17:35:34 +05'30'

Ajay Kumar Agarwal
(Managing Director)
DIN:02149270

Encl.: as above

SHORTER NOTICE IS HEREBY GIVEN THAT THE 01ST EXTRA-ORDINARY GENERAL MEETING (EGM) FOR THE FINANCIAL YEAR 2026-27 OF THE MEMBERS OF B.N. AGRITECH LIMITED WILL BE HELD ON FRIDAY, JUNE 12, 2026 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO-VISUAL MEANS (OVAM) TO TRANSACT THE FOLLOWING BUSINESS:

Special Business:

1. **To approve limits under Section 180(1)(a) of the Companies Act, 2013:**

To consider and if thought fit, to pass the following resolutions as a Special Resolutions:

"**RESOLVED THAT** pursuant to the Section 180 (1) (a) of the Companies Act, 2013, read with applicable rules made there under and article of association of the Company and/or any other provision as may be applicable, if any, and in supersession of the earlier resolution passed with regard to Section 180(1)(a) of the Companies Act, 2013, pursuant to the consent accorded by the Board of Directors, consent of the members be and is hereby accorded, accorded to create mortgage/ hypothecation and/or charge, on such terms and conditions and at such time(s) and in such form and manner, and with such ranking as to priority as the Board or Committee thereof, in its absolute discretion may deem fit, on the whole or substantially the whole of the Company's anyone or more of the undertakings or all of the undertakings, including present or future properties, whether immovable or movable assets, comprised in any undertaking of the Company, as may be agreed to in favour of the Bank(s), Financial Institution(s) or other person(s), hereinafter referred to as the lenders, and/or Trustee(s) to secure borrowing up to the limits delegated to the Board or Committee thereof, by the Shareholders from time to time which will exceed the aggregate of the paid up share capital of the Company, its free reserves and securities premium, provided that the total amount up to which moneys may be borrowed by the Board shall not exceed the sum of Rs. 4,000 Crores (Rupees Four Thousand Crores Only) at any point of time, together with interest at the respective agreed rates by issue of non-convertible debentures, bonds, terms loans, and for other instruments including foreign currency borrowings, as the Board may deem fit, to be issued in one or more tranches, to India/foreign banks, institutions, investors, mutual funds, companies, other corporate bodies, resident/non-resident investors, foreign nationals, and other eligible investors, and upon such terms and conditions, as may be decided by the Board, including any increase as a result of devaluation/revaluation or fluctuation in the rates of exchange, together with interest, at the respective agreed rates, compound interest, additional interest, liquidated damages, commitment charges, premier on prepayment or on redemption, costs, charges, expense and other monies covered by the aforesaid financial assistance under the respective documents, entered into by the Company in respect of the said debentures/bonds/terms loans/other instrument(s) in terms of their issue.

RESOLVED FURTHER THAT the securities to be created by the Company as aforesaid may rank prior/Pari passu/subsequent with/to the mortgage and/or charges already created or to be created in future by the Company and as may be agreed to between the concerned parties.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate and settle the term and conditions with the concerned lender(s) and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.

2. **To approve borrowings limits under Section 180(1)(c) of the Companies Act, 2013:**

   To consider and if thought fit, to pass the following resolutions as a Special Resolutions:

   "**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of the earlier resolution passed with regard to Section 180(1)(c) of the Companies Act, 2013, pursuant to the consent accorded by Board of Directors, the consent of the members of the Company be and is hereby accorded to borrow and raise such sum or sums of money or monies (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) which will exceed the aggregate of the paid-up share capital of the Company, its free reserves and securities premium, provided that the total amount up to which moneys may be borrowed by the Board shall not exceed the sum of INR 4,000 Crores (Rupees Four Thousand Crores Only) from time to time as may be required for the purpose of business of the Company.

   RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions the Board of Directors be and is hereby authorized to finalize and execute any and all agreements and documents, papers, etc and also authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, proper or desirable and to resolve any question, difficulty or doubt relating thereto, or otherwise considered to be in the best interest of the Company."

By the order of the Board of Directors
For B.N. AGRITECH LIMITED

Sd/-

Ajay Kumar Agarwal
(Managing Director)
DIN: 02149270

Date: June 10, 2026
Place: Mumbai

NOTES:

1. The Ministry of Corporate Affairs has, vide its various Circulars, including the latest General Circular dated September 22, 2025 (collectively referred to as "MCA Circulars"), permitted the holding of the Extra-Ordinary General Meeting ("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 ("the Act") and MCA Circulars, the EGM of the Company is being held through VC / OAVM.

2. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') with respect to Item No. 1 and Item No. 2 forms part of this Notice.

3. 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, Attendance Slip and Route Map are not annexed to this Notice.

4. Corporate Shareholders intending to appoint their Authorized Representative(s) to attend the EGM, pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company before the EGM, an original / scanned certified true copy of the Board Resolution with attested specimen signature of the duly authorized signatory(ies) who are authorized to attend and vote on their behalf at the EGM.

5. The Voting of members on resolution in the EGM shall be done by showing hands on all the resolutions, until any other mode as requested by the members and as prescribed in the notice. A member is entitled to attend and vote at the EGM and are not entitled to appoint a proxy to attend the meeting.

6. 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.

7. All the documents in connection with the accompanying Notice and Explanatory Statement are available for inspection through electronic mode on the basis of request being sent on compliance@bnroils.com.

8. The Shareholders are requested to send in their queries in advance at compliance@bnroils.com to facilitate clarifications during the EGM.

9. Members who would like to express their views or ask questions during the EGM, are requested to send at compliance@bnroils.com.

10. The link for joining the Meeting will be circulated separately.

A. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC:

a) The facility of participation at the EGM through VC will be made available for all the Members of the Company.

b) Members are encouraged to join the Meeting through Laptops for better experience.

c) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.

d) 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.

e) Members who need assistance before or during the EGM, can contact the Secretarial Team at compliance@bnroils.com

B. INSTRUCTIONS FOR VOTING BY POLL:

a) Poll will take place by way of e-mail, if demanded by the members present.

b) During the Meeting, where a poll on any item is required, the Members shall cast their vote on the resolutions only by sending emails through their email addresses which are registered with the company.

c) The said e-mails shall only be sent to the Secretarial Team on compliance@bnroils.com . The Chairman shall regulate the process of poll through email. The Company shall maintain the confidentiality of the password and other privacy issues associated with the designated email address at all times.

d) Due safeguards with regard to authenticity of email address and other details of the Members shall also be taken by the Company.

e) In case the counting of votes requires time, the said Meeting shall be adjourned and called later to declare the result.

C. INSTRUCTIONS FOR SHOW OF HAND:

a) Members entitled to vote and present at the meeting shall cast their vote by raising their hand when requested.

b) Votes shall be counted by the Chairperson, or any such person as authorized by the board for said purpose.

c) The Chairperson shall announce the result of the show of hands after the votes have been counted.

d) Unless a poll is demanded in accordance with the applicable provisions of law or the governing documents, the decision of the majority on a show of hands shall be deemed to be the decision of the meeting.

e) Members shall ensure that their vote is clearly visible to the Chairperson to facilitate accurate counting.

By the order of the Board of Directors
For B.N. AGRITECH LIMITED

Sd/-

Ajay Kumar Agarwal
(Managing Director)
DIN: 02149270

Date: June 10, 2026
Place: Mumbai

<u>EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")</u>

<u>ITEM NO. 1 & 2</u>

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Keeping in view the funds requirements of all the divisions of the Company for both short and long term strategic and business objectives.

For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/or any other leading institutions and/or Bodies Corporate and/or such other persons/individuals as may be considered fit, together with the monies already borrowed by the Company which may exceed the aggregate of the paid-up capital and free reserves of the Company.

Pursuant to Section 180(1)(a) and 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any time except with the consent of the members of the Company in general meeting.

In order to facilitate the borrowing made by the Company, it would be necessary to create a charge on the assets or whole or part of the undertaking of the Company.

Accordingly, it is proposed to seek the approval of the members of the Company approving the limits of borrowings and creation of charge on the Company assets with respect to borrowing up to INR 4,000 Crores (Rupees Four Thousand Crores only).

None of the directors, managers and key managerial personnel of the Company or their respective relatives are concerned with or interested, financially or otherwise, in the foregoing resolution.

The Board recommends the resolution proposed at Item No. 1 & 2 for your approval by way of a Special Resolution.

By the order of the Board of Directors
For B.N. AGRITECH LIMITED

Sd/-

Ajay Kumar Agarwal
(Managing Director)
DIN: 02149270

Date: June 10, 2026
Place: Mumbai