



NFP Sampoorna Foods Limited

Formerly Known as NUT & FOOD PROCESSOR

Registered office: Ground Floor, Plot No 70, B3A & B3B, Rama Road,
Industrial Area, Kirti Nagar, West Delhi - 110015

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with the Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given, pursuant to the provisions of Sections 110 and 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") (including any statutory modifications or re-enactment thereof, for the time being in force), read with General Circulars No. 14/2020 dated 08th April, 2020, No. 17/2020 dated 13th April, 2020, No. 20/2020 dated 5th May, 2020, No. 22/2020 dated 15th June, 2020, No. 33/2020 dated 28th September, 2020, No. 39/2020 dated 31st December, 2020 and No. 10/2021 dated 23rd June, 2021, No. 20/2021 dated 8th December, 2021, No. 03/2022 dated 5th May, 2022 and No. 09/2023 dated 25th September 2023 and other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and such other applicable laws, rules and regulations, that it is proposed to seek the consent of the members of **NFP Sampoorna Foods Limited** (the "Company") for the resolution appended below, through remote e-voting process ("e-voting") only.

An Explanatory Statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolution setting out the material facts and the reasons thereof, is appended with the Notice of Postal Ballot. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on **Thursday, 1st October, 2026** appointed **Ms. Mayuri Sinha, Proprietor of M/s. Mayuri Sinha & Associates (M. No. A48931 and COP No. 20036)**, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.

The Company has engaged the services of **CDSL** for providing remote e-voting facility to its all Members.

In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/ Depository Participants. A member whose e-mail address is not registered with the Company/ Depository Participants, may please follow the process provided in the notes to the postal ballot hereto to receive this Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the members would only take place through the e-voting system. Accordingly, the Company is pleased to provide remote e-voting facility to all its members to cast their votes electronically. Members are requested to follow the procedure and read the instructions as stated in the Notes of the Postal Ballot Notice to cast their vote electronically not later than 05:00 P.M. (IST), Saturday, 31st October, 2026 i.e. the last day to cast vote electronically, to be eligible for being considered.

On completion of the scrutiny of the votes casted through e-voting in a fair and transparent manner, the Scrutinizer will submit his report to the Chairman or any person authorized by him after completion of e-voting. The results of the Postal Ballot will be announced on or before Friday, 3rd November, 2026. The said results shall be displayed at the Registered Office of the Company and shall also be communicated to National Stock Exchange of India Limited (NSE) where the shares of the Company are listed. Additionally, the results shall also be uploaded on the Company's website www.sampoornanuts.com and on the website of Skyline Financial Services Private Limited at www.skylinerta.com

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Sale office/Shop address: Ground Floor, Shop 40/8, Gandhi Gali, Fatehpuri, New Delhi- 110006

CIN: L10793DL2023PLC455908

E-Mail: processornutandfood2019@gmail.com

Telephone No. 011-45007355

Website: www.sampoornanuts.com

connect@sampoornanuts.com



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SPECIAL BUSINESS:

Item No. 1

TO ALTER THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014, and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of the members of the Company by way of Special Resolution and such other approvals, consents and permissions as may be required, the consent of the Board of Directors of the Company be and is hereby altered by inserting the following new **sub clauses 5 under clause III-A** after the existing Object No 4, accordingly as under:

****5.To carry on the business of providing Logistics Services, material management, transportation, warehousing distribution and marketing of goods and to provide storage and protection of goods against rain, fire and other natural or manmade calamities and to establish, organize, manage, run, charter, conduct, contract, develop, handle, own, operate and to do business as fleet carriers, transporters, in all its branches on land, air, water, & space, for transporting goods, in all modes including bulk and containers, articles, or things or heavy and over dimensional cargo, on all routes and lines on National and International level subject to law in force through all sorts of carries like trucks, lorries, trawlers, dumpers, coaches, tankers, tractors, haulers, jeeps, trailers, motor buses, omnibuses, motor taxies, railways, tramways, aircrafts, hovercrafts, rockers, space shuttles, ships, vessels, boats, barges and so on whether propelled by petrol, diesel, electricity, steam oil, atomic power or any other form of power. To establish, organize, manage, run, charter, conduct, contract, develop, handle, own operate material Handling equipment's."***

"RESOLVED FURTHER THAT the Memorandum of Association of the Company be altered accordingly."

"RESOLVED FURTHER THAT any Director of the Company be and is hereby jointly and/or severally authorized to finalize and issue the notice of Postal Ballot, as applicable, and to file the necessary forms, returns and documents with the Registrar of Companies and to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

Place: New Delhi
Dated: 01.10.2026

By order of the Board of Directors
For NFP Sampoorna Foods Limited

Babli Digitally signed
by Babli
Date: 2026.10.01
11:51:33 +05'30'

Babli
(Company Secretary & Compliance Officer)
M. No.: A72951

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Notes:

1. The explanatory statements pursuant to Section 102 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") pertaining to the above resolutions is annexed herewith.

2. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot ("Notice") to the Members in electronic form only. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.

3. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited ("NSDL") or Central Depository Services (India) Limited ("CDSL") as on **25th September, 2026** ("Cut-off Date") and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date. Members may note that the Notice is also available on the website of the Company i.e. www.sampoornanuts.com, websites of the Stock Exchange i.e. National Stock Exchange of India Ltd at www.nseindia.com, and on the website of CDSL at www.cdslindia.com. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.

4. After dispatch of the Notice through email, the advertisement shall be published in one English daily newspaper having country-wide circulation and in one Hindi newspaper, having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the website of the Company i.e. www.sampoornanuts.com.

5. Members desirous of receiving communication from the Company in electronic form, may register their e-mail address with their respective depository participant. To support the 'Green Initiative', Members who have not registered their e-mail addresses with the Company / Skyline Financial Services Private Limited, Registrar and Transfer Agent ("RTA") / depository participant are requested to log in to the website of our RTA i.e. www.skylinerta.com under Download, fill in the details, upload the required documents and submit. Further, Members are also requested to approach their depository participant to register/revise their e-mail address in their demat account details as per the process defined by the respective depository participant.

6. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date.

7. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of CDSL at www.evotingindia.com and register themselves as 'Custodian / Mutual Fund / Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution/letter of authority /power of attorney, etc. together with the attested specimen signature of the duly authorized representative(s) in .pdf format for the Scrutinizer to verify the same.

8. All document(s) mentioned in the Notice and revised copy of the MoA will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of the remote e-voting period i.e. up to 31st October, 2026. Members who wish to inspect the relevant document(s) may send an email to compliance@sampoornanuts.com by mentioning their DP ID and Client ID in case of dematerialized shareholding / Folio no. in case of physical shareholding.

9. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

10. Contact details of the person responsible for addressing the queries / grievances connected with the voting by electronic means, if any:

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a. Ms. Babli

Company Secretary & Compliance Officer – NFP Sampoorna Foods Limited

Ground Floor, Plot No 70, B3A & B3B, Rama Road, Industrial Area, Kirti Nagar, West Delhi – 110015

Phone: 9540781664

E-Mail: compliance@sampoornanuts.com

b. Mr. Mukesh Chauhan,

Senior Manager - CDSL

Email: mukeshc@cdslindia.com

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 toll free no. 1800 21 09911

11. INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

A. CDSL e-Voting System – 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 **Friday, 2nd October, 2026 at 09:00 A.M. and ends on Saturday, 31st October, 2026 at 05:00 P.M.** 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 **Friday 25th September, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/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

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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.

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

Pursuant to above-said 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	- 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. - 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. - 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. - 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	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-

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	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.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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.

(ii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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- 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,
 - 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	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (iii) After entering these details appropriately, click on "SUBMIT" tab.
- (iv) 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.
- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vii) 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.
- (viii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (ix) 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.
- (x) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

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- (xi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xii) 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.
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xiv) 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 at the email address viz; cssinhaoffice@gmail.com and to the Company at the email address viz; compliance@sampoornanuts.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.

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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 attending AGM & 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 toll free no. 1800 21 09911.

By order of the Board of Directors
For NFP Sampoorna Foods Limited

Place: New Delhi
Dated: 01.10.2026

Babli
(Company Secretary & Compliance
Officer)
M. No.: A72951

Factory Address: Plot No. C-63, RIICO Industrial Area, Ghiloth, Neemrana Road, Kotputli Behror, Alwar - 301706, Rajasthan
Sale office/Shop address: Ground Floor, Shop 40/8, Gandhi Gali, Fatehpuri, New Delhi- 110006

CIN: L10793DL2023PLC455908

E-Mail: processornutandfood2019@gmail.com

Telephone No. 011-45007355

Website: www.sampoornanuts.com

connect@sampoornanuts.com



NFP Sampoorna Foods Limited

Formerly Known as NUT & FOOD PROCESSOR

Registered office: Ground Floor, Plot No 70, B3A & B3B, Rama Road,
Industrial Area, Kirti Nagar, West Delhi - 110015

ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102(1) AND 110 OF THE COMPANIES ACT, 2013

Item No. 1

The members are hereby informed that the company is presently engaged in the business of:

1. To carry on the business of agriculture, cultivation and farming, in all their branches and to raise, plant, cultivate, grow, produce, buy, sell, import, export or otherwise trade or deal in and with crops, seeds, fruits, vegetables, grains, edible nuts like almonds, cashew, hazelnuts etc. and all kinds of related products and by products of the soil weather in manufactured form or otherwise.
2. To carry on business in India and abroad of cultivation, manufacturing, preserving, packing, canning, drying, freezing, extracting, bottling, preparing, trading, marketing, importing, exporting, improving, producing, processing, preparing, buying, selling, dealing in vegetables, fruits, edible nuts, fast foods, packed foods products, health and diet drinks, confectionery items, sweets, cereals products and * the objects to be pursued by the company on its incorporation are various other agricultural products along with all seeds in all forms, whether in raw state, fresh, dehydrated, frozen, dried, processed or in any other form.
3. To carry on the business in India and abroad of manufacturers, processors, refiners, millers, grinders, blenders, packers, re packers, brand owners, traders, merchants, distributors, wholesalers, retailers, commission agents, brokers, stockists, importers and exporters of all kinds of spices, herbs, condiments, seasonings, masalas, spice powders, spice extracts, food ingredients, agricultural produce, dry fruits, edible oils, processed foods, beverages, grocery products, fast moving consumer goods (FMCG), consumer packaged goods, household products, personal care products and all other allied, related or connected products, whether branded or unbranded, and to undertake cleaning, grading, sorting, processing, preservation, packaging, marketing, distribution and sale thereof through physical, electronic or online platforms, and to obtain, hold and operate all necessary licenses, registrations, permits and certifications as may be required under applicable laws in India or abroad.
4. To establish, set up, acquire, install, operate and manage in India or abroad factories, plants, extraction units and processing facilities for the extraction, manufacture, refinement, filtration, distillation, processing, treatment, storage, packaging, bottling, marketing, trading, distribution, import and export of oil derived from cashew nuts and cashew nut shells, including its processing, trading of biomass products but not limited to edible cashew kernel oil and industrial cashew nut shell liquid (CNSL), and to manufacture, process, develop and deal in all by-products, derivatives, residues and compounds arising therefrom for industrial, commercial, agricultural and consumer applications, and to obtain and comply with all statutory approvals, environmental clearances and regulatory requirements necessary for carrying on the said business.

The Company, based on changes in the industry and emerging business opportunities, is constantly exploring new methods, processes and avenues to diversify and expand its business activities and to make better and optimum utilization of its assets, infrastructure, capabilities and resources. In this regard, the Company proposes to expand its existing business portfolio by entering into the business of **logistics services, material management, transportation, warehousing, distribution and marketing of goods**, including providing storage and protection

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of goods against rain, fire and other natural or man-made calamities. The proposed alteration will also enable the Company to undertake and develop activities relating to **transportation and logistics services through various modes of transport, including road, rail, air and water, both at national and international levels**, subject to applicable laws. These include expanding the existing portfolio and exploring newer domains. In terms of section 179 of the Companies Act, 2013, any new business may be commenced with the approval of the Board of Directors of the Company.

The Board of Directors of the Company in its meeting held on Thursday, 1st October, 2026 has, subject to the approval of the shareholders in accordance with the provisions of the Companies Act, 2013, and subject to such provisions as may be applicable, approved the modification, deletion and insertion in the existing Object Clause of the MOA of the Company in line with the requirements of Section 4 of the Act.

The Board has approved the Summarization of the existing Subclause 1-4 and inserting of new Sub clause 5.

Further, the board has approved the Insertion of Subclause 5 for availing the business opportunity.

Hence, it is proposed to amend the object clause of the Memorandum of Association of the Company as set out in the resolution under Item No.1 to empower the Board of Directors of the Company to alter the object clause in line with the requirements of Section 4 of the Companies Act, 2013 and also to pursue new business opportunities which can be carried on conveniently with the existing businesses of the Company as and when they deem fit.

The Board of Directors recommends the resolution set out under **Item No. 1** for approval of the Members by way of **Special Resolution**.

The New object clause will be summarized as below:

1. To carry on the business of agriculture, cultivation and farming, in all their branches and to raise, plant, cultivate, grow, produce, buy, sell, import, export or otherwise trade or deal in and with crops, seeds, fruits, vegetables, grains, edible nuts like almonds, cashew, hazelnuts etc. and all kinds of related products and by products of the soil weather in manufactured form or otherwise.
2. To carry on business in India and abroad of cultivation, manufacturing, preserving, packing, canning, drying, freezing, extracting, bottling, preparing, trading, marketing, importing, exporting, improving, producing, processing, preparing, buying, selling, dealing in vegetables, fruits, edible nuts, fast foods, packed foods products, health and diet drinks, confectionery items, sweets, cereals products and * the objects to be pursued by the company on its incorporation are various other agricultural products along with all seeds in all forms, whether in raw state, fresh, dehydrated, frozen, dried, processed or in any other form.
3. To carry on the business in India and abroad of manufacturers, processors, refiners, millers, grinders, blenders, packers, re packers, brand owners, traders, merchants, distributors, wholesalers, retailers, commission agents, brokers, stockists, importers and exporters of all kinds of spices, herbs, condiments, seasonings, masalas, spice powders, spice extracts, food ingredients, agricultural produce, dry fruits, edible oils, processed foods, beverages, grocery products, fast

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moving consumer goods (FMCG), consumer packaged goods, household products, personal care products and all other allied, related or connected products, whether branded or unbranded, and to undertake cleaning, grading, sorting, processing, preservation, packaging, marketing, distribution and sale thereof through physical, electronic or online platforms, and to obtain, hold and operate all necessary licenses, registrations, permits and certifications as may be required under applicable laws in India or abroad.

4. To establish, set up, acquire, install, operate and manage in India or abroad factories, plants, extraction units and processing facilities for the extraction, manufacture, refinement, filtration, distillation, processing, treatment, storage, packaging, bottling, marketing, trading, distribution, import and export of oil derived from cashew nuts and cashew nut shells, including its processing, trading of biomass products but not limited to edible cashew kernel oil and industrial cashew nut shell liquid (CNSL), and to manufacture, process, develop and deal in all by-products, derivatives, residues and compounds arising therefrom for industrial, commercial, agricultural and consumer applications, and to obtain and comply with all statutory approvals, environmental clearances and regulatory requirements necessary for carrying on the said business.
5. **To carry on the business of providing Logistics Services, material management, transportation, warehousing distribution and marketing of goods and to provide storage and protection of goods against rain, fire and other natural or manmade calamities and to establish, organize, manage, run, charter, conduct, contract, develop, handle, own, operate and to do business as fleet carriers, transporters, in all its branches on land, air, water, & space, for transporting goods, in all modes including bulk and containers, articles, or things or heavy and over dimensional cargo, on all routes and lines on National and International level subject to law in force through all sorts of carries like trucks, lorries, trawlers, dumpers, coaches, tankers, tractors, haulers, jeeps, trailers, motor buses, omnibuses, motor taxies, railways, tramways, aircrafts, hovercrafts, rockers, space shuttles, ships, vessels, boats, barges and so on whether propelled by petrol, diesel, electricity, steam oil, atomic power or any other form of power. To establish, organize, manage, run, charter, conduct, contract, develop, handle, own operate material Handling equipment's.*

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise in the resolution set out at business Item No. 1 of the Postal Ballot Notice.

The Board recommends the Special Resolution as set out under Item No.1 in the Notice for approval of the Members.

By order of the Board of Directors
For NFP Sampoorna Foods Limited

Babli

Digitally signed by
Babli
Date: 2026.10.01
11:43:06 +05'30'

Babli

(Company Secretary & Compliance
Officer)

M. No.: A72951

Place: New Delhi
Dated: 01.10.2026

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