



RANA SUGARS LIMITED

REGD. OFFICE: SCO 49-50, SECTOR 8-C, MADHYA MARG CHANDIGARH- 160 009 (INDIA), CIN: L15322CH1991PLC011537
Website: www.ranasugars.com, E-mail: info@ranagroup.com, TEL.: 0172-2540007, 2549217, 2541904, 2779565, 2773422, FAX: 0172-2546809

Postal Ballot Notice

(Pursuant to Section 110 of Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time

Details and Type of the Resolutions	1. Ordinary Resolution: Appointment of Mr. Gaurav Garg (DIN: 10713039) as Director of the Company with functional designation of Chief Financial Officer of the Company 2. Special Resolution: Appointment of Mr. Gaurav Garg (DIN: 10713039) as a Whole-time Director of the Company with functional designation of Chief Financial Officer of the Company
Cut-off date for sending the Notice to eligible shareholders	Tuesday, 21 th April, 2026
Cut-off date for determining eligibility for e-voting	Tuesday, 21 th April, 2026
E-voting start date and time	Saturday, 25 th April, 2026 at 09:00 A.M. (IST)
E-voting end date and time	Sunday, 24 th May, 2026 at 05:00 P.M. (IST)

Dear Member(s),

Notice is hereby given to the Members of Rana Sugars Limited ("Company") pursuant to the provisions of Section 110 and 108, and other applicable provisions of the Companies Act, 2013, as amended (the "Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, other applicable Rules framed under the Act, as amended from time to time, read with General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated 22nd September, 2025, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for holding general meetings/ conducting postal ballot process through Remote e-voting and any other applicable law, Rules and Regulations (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), that the resolution appended below is proposed to be passed by the members of the Company, as on the Cut-off Date, through postal ballot (the "Postal Ballot") only by way of e-voting ("e-voting") process. An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons/rationale thereof forms part of this Postal Ballot notice ("the Notice" or "the Postal Ballot Notice").

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the applicable MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. Accordingly, in compliance with the aforesaid MCA Circulars, the postal ballot notice, postal ballot forms and pre-paid business envelopes are not being sent to Members for this Postal Ballot. The Notice is being sent only through electronic mode to those Members whose email address is registered with the Company/ RTA/ depository participant(s)/ Depositories. The details of the procedure to cast the vote forms part of the 'Notes' to this Notice.

The Board has appointed Mr. Ajay Arora, Company Secretary (M. No. FCS 2191 and C. P. No. 993), of M/s A Arora & Co., SCO 64-65, Sector 17 A, Chandigarh, as the scrutinizer ("Scrutinizer") for conducting the Postal Ballot/ e-voting process in a fair and transparent manner.

In compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and 22 of the Rules, Regulation 44 of the Listing Regulations, MCA Circulars and SS-2, the Company is pleased to provide e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to e-voting is mentioned in this Notice. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for facilitating e-voting. The Company has made necessary arrangements with M/s Alankit Assignments Ltd, Alankit House, 4E/2, Jhandewalan Extn. New Delhi-110055 (INDIA), Registrar and Share Transfer Agent ("RTA") to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) on **Sunday, 24th May, 2026**. The e-voting facility will be disabled by CDSL immediately thereafter and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairman of the Company (the "Chairman") or any other person authorized by the Chairman in writing, and the result of the voting by Postal Ballot (through the e-voting process) will be announced within 48 hours of the end of voting period as per Listing Regulations. The voting result declared along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice. The said results along with the Scrutinizer's Report would be intimated to BSE Limited and the National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website at www.ranasugars.com and on the website of CDSL www.evotingindia.com.

The last date of e-voting, i.e. **Sunday, 24th May, 2026**, shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority. Further, resolutions passed by the members through postal ballot shall be deemed to have been passed as if they are passed at a General Meeting of the Members.

You are requested to peruse the proposed resolutions along with the Explanatory Statement and thereafter record your assent or dissent by means of e-voting facility provided by the Company.

SPECIAL BUSINESSES:

1. Appointment of Mr. Gaurav Garg (DIN: 10713039) as Director of the Company with functional designation of Chief Financial Officer of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of **Mr. Gaurav Garg (DIN: 10713039)**, who was appointed as an Additional Director of the Company by the Board of Directors with effect from **26th February 2026** and holds office until the date of next Annual General Meeting, as a Director of the Company with functional designation as Chief Financial Officer of the Company, liable to retire by rotation."

2. Appointment of Mr. Gaurav Garg (DIN: 10713039) as a Whole-time Director of the Company with functional designation of Chief Financial Officer of the Company

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

“RESOLVED FURTHER THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Rules made thereunder and the applicable provisions of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations)[including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for appointment of **Mr. Gaurav Garg (DIN: 10713039)** as Whole-time Director of the Company with functional designation of Chief Financial Officer, liable to retire by rotation, to hold office for a period of 5 (five) consecutive years i.e., from **26th February 2026** to **25th February 2031**, on the terms and conditions including those relating to remuneration for a period of 3 years, as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto including but not limited to delegating all or any of its powers herein conferred to any Director(s)/officials of the Company to give effect to the aforesaid resolutions.”

**By the order of the Board
For RANA SUGARS LIMITED**

**Date : 23rd April, 2026
Place: Chandigarh**

**Sd/-
Madhur Bain Singh
Company Secretary and Compliance Officer
(F-5069)**

Registered Office:
Rana Sugars Limited
SCO 49-50, Sector 8-C, Chandigarh – 160009
CIN: L15322CH1991PLC011537
Web.: www.ranasugars.com
E-mail: info@ranagroup.com
Tel: 0172-2540007/ 2549217/ 2541904/ 2779565/ 2773422

NOTES:

1. The explanatory statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 (the "Act") stating all material facts and the reasons/ rationale for the proposal is annexed herewith.
2. This Postal Ballot Notice is being sent to the members whose names appear on the register of members/ list of beneficial owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose email address is registered with the Company/ RTA/ depository participant(s), after closing of business hours of **Tuesday, 21 April 2026** ("Cut-off Date"). A person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution(s) is restricted only to e-voting i.e., by casting votes electronically instead of submitting physical postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the e-voting system. For receiving copy of postal ballot notice, members who have not yet registered their email addresses are requested to get their email addresses registered by following the process listed out in Note no. 20.
3. The resolutions, if passed by the requisite majority through evoting, will be deemed to have been passed on the last date specified for evoting i.e., **Sunday, 24 May, 2026**. Further, resolutions passed by the members through this postal ballot process (through the e-voting process) are deemed to have been passed as if they were passed at a General Meeting of the Members.
4. The Scrutinizer will submit his report to the Chairman of the Board or any other person authorized by the Chairman in writing after the completion of scrutiny of the e-voting, and the result of the Postal Ballot through e-voting shall be declared by the Chairman of the Board or any other person duly authorized by him in writing as per the timelines prescribed under the Listing regulations. The results will also be displayed on the Company website <https://www.ranagroup.com>, on the website of CDSL www.evotingindia.com, and communicated to the BSE and NSE, where the Company's shares are listed. The result of the voting, with details of the number of votes cast for and against the resolutions, invalid votes and whether the resolution has been carried or not shall also be displayed on the Notice Board of the company at its Registered Office at Chandigarh.
5. All material documents referred to in the explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternately, Members may also send their requests to secretarial@ranasugars.com or ramap@alankit.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.
6. The voting rights of the Members shall be in proportion of their shareholding to the total issued and paid-up equity share capital of the Company as on the Cut-off Date i.e. after the closing of business hours of **21st April 2026**.
7. Members holding shares either in physical form or dematerialized form, as on the Cut-off Date i.e. after closing business hours of **21st April 2026**, (including those Members who may not receive this Postal Ballot Notice due to non-registration of their email address with the DPs, as aforesaid) can cast their votes electronically, in respect of the resolutions as set out in this Postal Ballot Notice only through the e-voting.
8. In accordance with Section 20 of the Companies Act, 2013, service of documents on members by a company is allowed through electronic mode. Further in compliance with the MCA Circulars mentioned above, this Postal Ballot Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depositories/ Depository Participants. Members may note that the Postal Ballot Notice will also be available on the Company's website www.ranagroup.com and the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and NSE at www.nseindia.com and on the website of CDSL (agency for providing the e-Voting facility) i.e. www.evotingindia.com (Adobe PDF can be downloaded at <https://get.adobe.com/reader>). The copies of the Postal Ballot Notice will also be available for inspection in electronic mode, basis the request being sent on secretarial@ranasugars.com.
9. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
10. Institutional/ Corporate Shareholders (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of their Board or Governing Body Resolution/Authorization etc., authorizing their representative to vote on their behalf. The said Resolution/Authorization should be sent to the Scrutinizer by email through their registered email address to ajaykcs@gmail.com.
11. In compliance with the provisions of Section 108, 110 of the Companies Act, 2013 and the Rules framed thereunder and Regulation 44 of the Listing Regulations, Company is providing facility for voting by electronic means to its members to enable them to cast their votes electronically through e-voting and for this purpose the Company has engaged the services of Central Depository Services (India) Limited (CDSL) and as such, the business set out in this Postal Ballot Notice shall be

transacted through such voting. The facility of casting votes by a member using e-voting will be provided by CDSL. 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.

12. In accordance with the MCA Circulars, the Members are requested to take note of the following:

- a. Vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 and clarification vide Circular No. SEBI/HO/MIRSD/MIRSD-RTAMB/P/CIR/2021/687 dated December 14, 2021, SEBI had mandated the furnishing of PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities and prescribed certain standardized forms for submitting various service requests. The said Forms are available on the Website of the Company www.ranagroup.com. Further, the above mentioned SEBI Circulars are also available on the website of the Company. The Shareholders are requested to refer to the said Circulars and Formats for the relevant matters provided therein. As on the date of this Notice, there is no shareholder of the Company who holds the shares in physical form.
- b. Members holding shares of the Company in electronic form can verify/update their email address and mobile number with their respective DPs.
- c. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
- d. 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
- e. 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.

E-voting:

13. Compliance with Regulation 44 of the Listing Regulations and Section 108, 110 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended and the relevant MCA Circulars, the Company is pleased to provide facility of e-voting to enable its Members to cast their votes electronically in respect of the proposed **Resolutions** as set out in this Postal Ballot Notice.
14. The e-voting period shall commence from **Saturday, 25th April 2026** (9.00 a.m. IST) and ends on **Sunday, 24th May 2026**, (5.00 p.m. IST). The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period. Once the vote on the resolutions is cast by the Member, he/she shall not be allowed to change it subsequently. As on the said cut-off date, the right of voting of the Members shall be reckoned and a person who is not a Member of the Company as on the cut-off date should treat this Notice for information purposes only
15. The Board of Directors have appointed Mr. Ajay Arora, Company Secretary (M. No. FCS 2191 and C. P. No. 993), of M/s A. Arora & Co, SCO 64-65, Sector 17 A, Chandigarh as the Scrutinizer, to conduct the e-voting process in a fair and transparent manner.
16. The e-voting facility will be available during the following period after which the evoting portal shall forthwith be blocked and shall not be available for evoting:

Commencement of e-voting	Saturday, 25 th April 2026 (9.00 a.m. IST)
End of e-voting	Sunday, 24 th May 2026, (5.00 p.m. IST)
Cut-Off date	Tuesday, 21 st April 2026,

17. The procedure and instructions for e-voting are as under:

- (i) As per SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, e-voting has been enabled to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (ii) In terms of the said SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by the Company, 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.

(iii) Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasinew/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & 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.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the 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 held 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 the e-Voting page. Click on the 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 e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their</p>	<p>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</p>

Depository Participants

website for casting your vote during the e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use 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 022- 23058738 and 22-23058542-43 and Toll Free no. 1800225533.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

18. Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form:
- The shareholders should log on to the e-voting website www.evotingindia.com.
 - Click on “Shareholders” module.
 - Now enter your User ID
 - For CDSL: 16 digits beneficiary ID
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - Next enter the Image Verification as displayed and Click on Login.
 - 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.
 - 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.

- After entering these details appropriately, click on “SUBMIT” tab.
- 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.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant **<Rana Sugars Limited>** on which you choose to vote.
- 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.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- m. 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.
- n. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- o. You can also take a print of the votes cast by clicking on Click here to print” option on the Voting page.
- p. 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.
- q. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

19. Instructions for Non – Individual Shareholders and Custodians – For evoting only

- (i) 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.
- (ii) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- (iii) 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.
- (iv) The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- (v) 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.
- (vi) Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with the attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at his email ID ajaykcs@gmail.com and to the Company at the email address viz; secretarial@ranasugars.com, if they have voted from individual tab & not uploaded the same in the CDSL e-voting system for the scrutinizer to verify the same.

20. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- (i) For Physical shareholders- Please refer to the instructions given at Note no. 12.
- (ii) For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
- (iii) 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
- (iv) 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.

GENERAL INSTRUCTIONS

- (i) 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 022-23058738 and 022-23058542/43 Toll Free no. 1800225533. Further details in this regard are given in para VIII below.
- (ii) The voting rights of shareholders shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e. 21st April, 2026.
- (iii) The result of the e-voting shall be declared by the Chairman of the Board or any other person duly authorized by him in writing within 48 hours of the closure of the voting window as per the Listing Regulations.
- (iv) The manner in which members have cast their votes, that is, affirming or negating the resolution, shall remain secret and not available to the Chairman, Scrutinizer or any other person till the votes are cast in the meeting.
- (v) The Scrutinizer’s decision on the validity of the vote shall be final and binding.
- (vi) The result declared along with the Scrutinizer’s report shall be placed on the website of the Company (www.ranagroup.com) and on the website of CDSL (www.evotingindia.com) immediately after the result is declared and shall simultaneously be forwarded to the BSE at www.bseindia.com and NSE at www.nseindia.com, where the Company’s shares are listed. The result of the voting, with details of the number of votes cast for and against the resolution, invalid votes and whether the resolution has been carried or not shall also be displayed on the Notice Board of the company at its Registered Office at Chandigarh.
- (vii) The resolutions will be deemed to be passed on the last date specified for evoting i.e., **Sunday, 24th May 2026**, subject to receipt of requisite number of votes in favour of the resolutions.

- (viii) 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 on 022-23058542/43 or Toll Free no. 1800225533. You may also contact Mr. Madhur Bain Singh, Company Secretary cum Compliance Officer of the Company at secretarial@ranasugars.com.

Explanatory statement pursuant to Sections 102(1) and 110 of the Companies Act, 2013 and forming integral part of the Notice

ITEM No.1 and 2

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors (the Board) had, at its meeting held on **26th February 2026**, approved the appointment of Mr. Gaurav Garg (DIN: 10713039):

- a) As an Additional Director of the Company with effect from **26th February 2026** until the date of next Annual General Meeting or for a period of three months from the date of appointment, whichever is earlier
- b) As Whole-time Director with functional designation of Chief Financial Officer of the Company for a term of 5 (five) consecutive years effective **26th February 2026**, subject to necessary approvals.

The Company has received:

- a) Consent in writing from Mr. Gaurav Garg to act as Director in Form DIR- 2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ('Appointment Rules'),
- b) Intimation in Form DIR- 8 in terms of the Appointment Rules from Mr. Gaurav Garg to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and
- c) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The director shall follow the code of conduct of the company and perform the duties as prescribed by the directors from time to time subject to the provisions of section 166 of the Companies act, 2013.

Further, the Board, on recommendation of the Nomination and Remuneration Committee considered that no additional remuneration shall be payable as Whole-time Director(WTD). However, he will continue to draw the remuneration including increments thereof, for a period of three (3) years out of his approved tenure as Whole Time Director, in the range of Rs. 69 Lacs to Rs. 90 lacs per annum, to which he is already entitled in the capacity of CFO prior to his appointment as WTD and as per the terms and conditions of his employment.

The Board and/or the Nomination and Remuneration Committee of the Company is authorised to determine the increments, if any during the subsequent years, within the period of the current proposed tenure as WTD, and the increments, allowances, bonus and shares grant shall be linked to achievement of targets set by the Company and the incumbents' performance.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolution at Item No. 2 is annexed hereto as **Annexure- I**.

Accordingly, approval of the Shareholders is being sought for the regularization of Mr. Gaurav Garg as a Director, liable to retire by rotation and to further designate him as the Whole Time Director of the company with a functional designation of Chief Financial Officer on the terms, conditions and stipulations, such that no additional remuneration shall be payable as Whole-time Director(WTD). However, he will continue to draw the remuneration including increments thereof for a period of three (3) years in the range of Rs. 69 Lacs to Rs. 90 lacs per annum, to which he is already entitled in the capacity of CFO prior to his appointment as WTD and as per the terms and conditions of his employment.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice, are provided as **Annexure-II** to this Notice.

Considering his expertise and leadership, the Board, approved appointment of **Mr. Gaurav Garg** as a Whole-time Director with functional designation of Chief Financial Officer of the Company.

Mr. Gaurav Garg, being the appointee, is interested in the proposed resolution. Further, his relatives are also deemed to be interested in the resolution, to the extent of their shareholding in the Company, if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested, financially or otherwise, in the proposed resolution.

Documents relating to this item of business shall be available for inspection in the manner set out in Note 5 to this Notice.

The Board recommends the appointment and the terms of appointment thereof of **Mr. Gaurav Garg** as a Whole-time Director with functional designation of Chief Financial Officer of the Company for approval of the shareholders as **Ordinary Resolution**.

**By the order of the Board
For RANA SUGARS LIMITED**

Date : 23rd April 2026
Place: Chandigarh

**Sd/-
Madhur Bain Singh
Company Secretary and Compliance Officer
(F-5069)**

Registered Office:
Rana Sugars Limited
SCO 49-50, Sector 8-C, Chandigarh – 160009
CIN: L15322CH1991PLC011537
Web.: www.ranasugars.com
E-mail: info@ranagroup.com
Tel: 0172-2540007/ 2549217/ 2541904/ 2779565/ 2773422

Annexure-I

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013

GAURAV GARG

I. GENERAL INFORMATION:

1. Nature of Industry: Manufacturers of sugar, power and allied products.
2. Date or expected date of commencement of commercial production: The Company is in operation since 1993.
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: **Not Applicable.**
4. (a) Standalone Financial performance based on given indicators:

(Rs. in Lakhs)

PARTICULARS	YEAR ENDED MARCH 31, 2025	YEAR ENDED MARCH 31, 2024
Income from Operations and other Income	1,74,656.10	1,61,052.51
Profit Before Tax, Depreciation and Finance Cost and exceptional items	10,482.77	10,067.95
Profit/(Loss) before Tax	4,411.12	3,697.69
Profit/(Loss) after Tax	3,438.29	2,796.73

(Figures have been regrouped/recast wherever necessary, as per last Audited Financial Statements)

1. Foreign investments or collaborators, if any: Rana Sugars Limited has no foreign collaborators and hence there is no equity participation by foreign collaborators in the Company.

II. INFORMATION ABOUT GAURAV GARG :

1. Background details:

Mr. Gaurav Garg, born on 29 July 1980, is a Chartered Accountant with a Bachelor of Commerce degree and he has over 15 years of extensive experience in finance, taxation, and corporate laws. Previously self-employed, Mr. Garg brings strong expertise in financial management and regulatory compliance. He was appointed as CFO of the company on February 9, 2021. He brings with him valuable expertise in the areas of :

- i) Working Capital Management;
- ii) Operational & Cost Optimization;
- iii) Regulatory & Compliance Proficiency; and
- iv) Financial Discipline & Structuring.

His knowledge and professional experience are expected to contribute meaningfully to the Company, particularly in strengthening the Company's capabilities in financial management systems and supply chain finance.

2. Past remuneration: (*Drawn in the capacity of Chief Financial Officer)

FINANCIAL YEARS	(Rs. IN LAKH)
2022-23	22.60
2023-24	30.04
2024-25	35.69

3. Recognition or Awards: Nil

4. Job Profile and his suitability: Gaurav Garg as CFO is contributing through his vast experience towards the growth of the business of our Company.

5. Remuneration proposed: No additional remuneration shall be payable as Whole-time Director(WTD). However, he will continue to draw the remuneration including increments thereof, for a period of three (3) years out of his approved tenure as WTD, in the range of Rs. 69 Lacs to Rs. 90 lacs per annum, to which he is already entitled in the capacity of CFO prior to his appointment as WTD and as per the terms and conditions of his employment.

6. Comparative remuneration policy with respect to industry, size of the company, profile of the position and person:

No additional remuneration shall be payable as Whole-time Director(WTD).

7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:

Besides Mr. Gaurav Garg being the CFO of the Company, he does not have any pecuniary relationship with the Company.

III. OTHER INFORMATION:

1. Reasons of loss or inadequacy of profits:

There are no losses in the company. The Company is passing a Special Resolution pursuant to the proviso to the sub-section (1) of Section 197 of the Companies Act, 2013 and as a matter of abundant precaution. The company has been achieving landmarks in term of its sales and profitability over the last several years and there are no expectations of losses in near future. However, there may be inadequacy of profits for the purpose of calculation of the Managerial Remuneration as per Section 197 of the Companies Act, 2013..

2. Steps taken or proposed to be taken for improvement:

The Company has embarked on a series of strategic and operational measures that is expected to result in the improvement in the present position. The inherent strengths of the Company, especially its reputation as a premium manufacturer and powerful brands are also expected to enable the Company to position itself during adversities. The Company has also strategically planned to address the issue of productivity and increase profits and has put in place measures to reduce cost and improve the bottom-line.

3. Expected increase in productivity and profits in measurable terms:

The Company has taken various initiatives to maintain its leadership, improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve financial performance.

IV. DISCLOSURES:

1. Remuneration package of the managerial person: Fully described in the explanatory statement as stated above.

Annexure-II

DETAILS OF DIRECTOR SEEKING APPOINTMENT

(Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings)

Name of Director	Mr. Gaurav Garg
DIN	10713039
Date of Birth	29.07.1980
Nationality	Indian
Age	46
Qualifications	Chartered Accountant with a Bachelor of Commerce degree
Experience & Expertise	He has vast experience in finance, taxation, and corporate laws. Mr. Garg has strong expertise in financial management and regulatory compliance and has experience of overseeing large and complex business operations requiring proven administrative & managerial skills and possess Leadership Expertise.
Terms and conditions of appointment	Appointment as the Whole-time Director, with functional designation of Chief Financial Officer of the Company, for a period of 5 (five) consecutive years effective from 26th February 2026 to 25th February 2031 . For further details, refer Notice and Explanatory Statement.
Details of remuneration sought to be paid	Not Applicable as no remuneration is being paid in the capacity of Whole-time Director(WTD). However, he will continue to draw the salary what he was drawing prior to become the WTD subject to the terms and conditions of employment.
Details of remuneration last drawn (FY 2024-25)	As per last drawn salary as mentioned in the Balance Sheet Refer Notice and Explanatory Statement
Date of first appointment on the Board	26 th February 2026
shareholding in the company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	No inter-se relation
Number of Meetings of the Board attended during the year (upto the date of this Notice)	Nil
Directorship held in other public companies, specify listed entities, excluding foreign & private companies	Nil
Chairmanship/ Memberships of committees of other Companies	Nil
Shareholding of non-executive directors in other public companies, including shareholding as a beneficial owner	Nil
Listed entities from which the Director has resigned in last 3 (three) years	Nil

* Committee Membership or Chairmanship includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Companies (Whether listed or not)