

NOTICE
OF
44th ANNUAL GENERAL MEETING

Notice is hereby given that the 44th Annual General Meeting (“AGM”) of Desh Rakshak Aushdhalaya Limited will be held on **Tuesday, 30th day of December, 2025 at 03:00 P.M.** at the Registered office of the company situated at **Bhagwant Kuti Kankhal, Haridwar, Uttarakhand-249408 India** to transact the following business:-

ORDINARY BUSINESS:

ITEM NO. 1. ADOPTION OF ANNUAL FINANCIAL STATEMENTS

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 together with the reports of the Board of Directors (‘the Board’) and auditors thereon.

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

“**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended as on March 31, 2025 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered, approved and adopted.”

ITEM NO. 2. RE-APPOINTMENT OF MR. TOSH KUMAR JAIN, LIABLE TO RETIRE BY ROTATION:

To appoint a Director in place of Mr. Tosh Kumar Jain (**DIN: 01540363**), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (the “Act”) and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and applicable clauses of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the members of the company be and is hereby accorded to re-appoint Mr. Tosh Kumar Jain (**DIN: 01540363**) as Managing Director of the Company being liable to retire by rotation”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any director or Company Secretary of the Company be and is hereby authorized, severally, to do all the acts, deeds, matters and things as he/she may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute and file all necessary documents, applications, returns, forms and writings as may be necessary, proper, desirable or expedient to give effect of this resolution.”

SPECIAL BUSINESS:

ITEM NO. 3. APPOINTMENT OF SECRETARIAL AUDITOR OF THE COMPANY FOR THE TERM OF FIVE (5) CONSECUTIVE YEARS

To seek approval for the appointment of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (*Peer Review Certificate Number 6899/2025*) as the Secretarial Auditors of the Company.

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**) read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company (**‘Board’**), Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (*Peer Review Certificate Number 6899/2025*), be and is hereby appointed as the Secretarial Auditors of the Company for a period of five consecutive years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 49th Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company.

“RESOLVED FURTHER THAT any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company.”

ITEM NO. 4. REGULARISATION OF MR. RAJESH KUMAR GUPTA (DIN: 01048355) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To seek approval for regularisation of Mr. Rajesh Kumar Gupta (**DIN: 01048355**) as Independent Director of the company for the period of five years.

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

“RESOLVED THAT pursuant to the provisions of Section 149,152, 160 of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of the Act, if any, (including any statutory modification or re-enactment thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Rajesh Kumar Gupta (**DIN: 01048355**) who was appointed as an Additional Independent Director in the meeting of the Board of Directors of the Company held on 13th day of August, 2025 and whose appointment as an Independent Director is recommended by Nomination and Remuneration Committee and whose term expires at this Annual General Meeting of the Company and for the appointment of whom the Company has received a notice in writing proposing his candidature for the office of the Director be and is hereby appointed as an Independent director of the Company for the period of five consecutive years with effect from 13th day of August, 2025 which is not liable to retire by rotation.”

“RESOLVED FURTHER THAT any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company.”

ITEM NO. 5. REGULARISATION OF MRS. CHEENA GOLANI (DIN: 11220936) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To seek approval for regularisation of Mrs. Cheena Golani (DIN: 11220936) as Independent Director of the company for the period of five years.

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

“**RESOLVED THAT** pursuant to the provisions of Section 149,152, 160 of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions of the Act, if any, (including any statutory modification or re-enactment thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mrs. Cheena Golani (DIN: 11220936) who was appointed as an Additional Independent Director in the meeting of the Board of Directors of the Company held on 13th day of August, 2025 and whose appointment as an Independent Director is recommended by Nomination and Remuneration Committee and whose term expires at this Annual General Meeting of the Company and for the appointment of whom the Company has received a notice in writing proposing his candidature for the office of the Director be and is hereby appointed as an Independent director of the Company for the period of five consecutive years with effect from 13th day of August, 2025 which is not liable to retire by rotation.”

“**RESOLVED FURTHER THAT** any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company.”

ITEM NO.6. TO INCREASE OVERALL MANAGERIAL REMUNERATION PAYABLE IN EXCESS OF 11% OF THE NET PROFITS OF THE COMPANY

To seek approval for increase overall managerial remuneration payable in excess of 11% of the net profits of the company.

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

“**RESOLVED THAT** pursuant to the provisions of Section 197, 198 of the Companies Act, 2013, (the Act) read with Schedule V of the Act and other applicable provisions, if any, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the

recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to increase the overall limit of managerial remuneration payable for the financial year 2025-26, in excess of 11% of the net profits of the Company computed in the manner laid down in Section 198 of the Act notwithstanding that such increment exceed the limit specified under Section 197 of the Act.”

“RESOLVED FURTHER THAT any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company.”

ITEM NO. 7. REVISION IN MANAGERIAL REMUNERATION PAYABLE TO MR. TOSH KUMAR JAIN (DIN: 01540363), MANAGING DIRECTOR OF THE COMPANY

To seek approval for revision in managerial remuneration payable to Mr. Tosh Kumar Jain (DIN: 01540363), Managing Director of the company.

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

“RESOLVED THAT pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the Act) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of resolution by the Members for increasing overall managerial remuneration payable for the financial year 2025-26, in excess of 11% of the net profits of the Company, and becoming effective as set out at item no. 6 of this Notice convening the 44th Annual General Meeting and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and considering the contributions made and quality of services rendered by Mr. Tosh Kumar Jain, (DIN: 01540363), Managing Director of the Company, in the growth of the Company, approval of the Members of the Company, be and is hereby accorded for revision and payment of remuneration to Mr. Tosh Kumar Jain, in excess of 10% of the net profits of the Company computed in accordance with Section 198 of the Act notwithstanding that such revision of remuneration exceed the limit of 10% of the net profits of the Company for the remuneration of Managing Director and Whole-time Directors taken together specified under Section 197 of the Act for the financial year 2025-26.”

“RESOLVED FURTHER THAT any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or

desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company.”

ITEM NO. 8. REVISION IN MANAGERIAL REMUNERATION PAYABLE TO MR. ARIHANT KUMAR JAIN (DIN: 06401053), WHOLE-TIME DIRECTOR OF THE COMPANY

To seek approval for revision in managerial remuneration payable to Mr. Arihant Kumar Jain (DIN: 06401053), Whole-time Director of the company.

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

“**RESOLVED THAT** pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the Act) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of resolution by the Members for increasing overall managerial remuneration payable for the financial year 2025-26, in excess of 11% of the net profits of the Company, and becoming effective as set out at item no. 6 of this Notice convening the 44th Annual General Meeting and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and considering the contributions made and quality of services rendered by Mr. Arihant Kumar Jain, (DIN: 06401053), Whole-time Director of the Company, in the growth of the Company, approval of the Members of the Company, be and is hereby accorded for revision and payment of remuneration to Mr. Arihant Kumar Jain, in excess of 10% of the net profits of the Company computed in accordance with Section 198 of the Act notwithstanding that such revision of remuneration exceed the limit of 10% of the net profits of the Company for the remuneration of Managing Director and Whole-time Directors taken together specified under Section 197 of the Act for the financial year 2025-26.”

“**RESOLVED FURTHER THAT** any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company.”

ITEM NO. 9. REVISION IN MANAGERIAL REMUNERATION PAYABLE TO MRS. MONIKA JAIN (DIN: 03403491), WHOLE-TIME DIRECTOR OF THE COMPANY

To seek approval for revision in managerial remuneration payable to Mrs. Monika Jain (DIN: 03403491), Whole-time Director of the company.

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

“RESOLVED THAT pursuant to the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, (the Act) read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to the approval of resolution by the Members for increasing overall managerial remuneration payable for the financial year 2025-26, in excess of 11% of the net profits of the Company, and becoming effective as set out at item no. 6 of this Notice convening the 44th Annual General Meeting and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company and considering the contributions made and quality of services rendered by Mrs. Monika Jain, (DIN: 03403491), Whole-time Director of the Company, in the growth of the Company, approval of the Members of the Company, be and is hereby accorded for revision and payment of remuneration to Mrs. Monika Jain, in excess of 10% of the net profits of the Company computed in accordance with Section 198 of the Act notwithstanding that such revision of remuneration exceed the limit of 10% of the net profits of the Company for the remuneration of Managing Director and Whole-time Directors taken together specified under Section 197 of the Act for the financial year 2025-26.”

“RESOLVED FURTHER THAT any of the director(s) or company secretary of the Company be and is hereby authorized, severally, to do all acts, deeds, matters and things and execute all documents and take all steps and give such directions as may be required, necessary, expedient or desirable in connection with or incidental for giving effect to the above resolution, including but not limited to completing the necessary formalities relating to filing of necessary statutory forms and any other relevant documents with the concerned Registrar of Companies and undertaking all matters incidental and ancillary thereto as may be required to be complied with by the Company.”

All the members are requested to attend the meeting.

Place: Haridwar

Date: 06/12/2025

For and on behalf of the Board
For Desh Rakshak Aushdhalaya Limited

Sd/-

Tosh Kumar Jain

Chairman & Managing Director

DIN: 01540363

NOTES:

1. The company is providing facility for voting by electronic means and the business may be transacted through such voting, however, the company has adopted physical mode for convening its 44th Annual General Meeting. Therefore, members can also opt to physically attend the Annual General Meeting of the company.
2. The Explanatory Statement pursuant to the provisions of Section 102 (1) of the Companies Act, 2013 (“the Act”) setting out material facts concerning the business with respect to Item Nos. 3 to 9 forms part of this Notice. Additional information as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 issued by the Institute of Company Secretaries of India, the relevant details of Directors seeking appointment/re-appointment at the Annual General Meeting (“AGM”) are given in the Explanatory Statement and Annexure-A to the AGM notice. The directors have furnished consent for their appointment/re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
3. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Annual General Meeting. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (“NSDL”) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting system will be provided by NSDL.
4. The facility for voting either through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
5. The members who have cast their vote by remote-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
6. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON (WHETHER A SHAREHOLDER OR NOT) AS HIS/HER PROXY OR, WHERE THAT IS ALLOWED, ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF, AND THE PROXY NEED NOT BE A MEMBER BUT A PROXY SO APPOINTED**

SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING AND CAN VOTE ONLY ON A POLL. The proxies in order to be effective must be duly signed and received at the registered office of the Company not less than 48 hours before the commencement of the meeting. Proxy form is annexed to the notice as ANNEXURE-C.

7. A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10%) percent of the total share capital of the company carrying voting rights. A member holding more than ten (10%) percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
8. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamp not been cancelled, will be considered as invalid. If the Company receives multiple proxies for the same holdings of a Member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such proxies shall be considered as invalid.
9. Members/ proxies should bring the attendance slip duly filled in for attending the meeting.
10. Proxies Holder shall prove his identity at the time of attending Meeting.
11. Members are requested to bring their Original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc, having photo identity) while attending the meeting.
12. Only bona-fide members of the Company whose names appear on the Register of Members/Proxy holders, as on the cut off date i.e. 23rd day of December, 2025 in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
13. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the meeting.
14. Members are requested to quote their Folio no. or DP ID / Client ID, in case shares are in physical /dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.

15. Corporate/Institutional members (i.e. other than individuals, HUF, NRI, etc) are required to send scanned copy of its Board or governing body resolution/authorization etc., authorizing its representative to attend AGM on its behalf and to vote through remote e-voting. The said Resolution/Authorization be sent to the Scrutinizer by email through its registered email address to rcsharmacs@yahoo.com with a copy marked to evoting@nsdl.com and dral96@yahoo.in.
16. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
17. Members of the Company holding shares either in physical form or in Dematerialized forms as on Benpos date will receive Annual Report for the financial year 2024-25.
18. Pursuant to Section 91 of the Companies Act, 2013, the Registers of Members and Share Transfer Books of the Company will remain closed from Wednesday, December 24, 2025 to Tuesday, December 30, 2025 (both days inclusive) for the purpose of annual closure of books.
19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit the PAN details to their respective Depository Participants with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the Registrar and Share Transfer Agent, M/s MAS Services Limited, T-34, IInd Floor Okhla Industrial Area Phase-II, New Delhi-110020.
20. In accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, any request for physical transfer of shares shall not be processed unless the share held in dematerialized form.

Further, in compliance with the Securities and Exchange Board of India vide its Circular no. SEBI/HO/ MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated 25th January 2022, the following requests received by the Company in physical form will be processed and the shares will be issued in dematerialization form only:-

- (i) Issue of duplicate share certificate;
- (ii) Claim from unclaimed suspense account;
- (iii) Renewal/Exchange of securities certificate;
- (iv) Endorsement;
- (v) Sub-division / Splitting of securities certificate;

- (vi) Consolidation of securities certificates/folios;
- (vii) Transmission;
- (viii) Transposition;

For this purpose, the securities holder/claimant shall submit a duly filled up **Form ISR-4** which is hosted on the website of the company as well as on the website of M/s. MAS Services Limited, Registrar and Share Transfer Agent ("**RTA**").

Members holding shares in physical form are requested to dematerialize their holdings at the earliest.

21. The Securities and Exchange Board of India ("**SEBI**") vide its Circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 for Registrars to an Issue and Share Transfer Agents dated May 17, 2023, SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 and SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 for Registrars to an Issue and Share Transfer Agents dated May 07, 2024 (now rescinded due to the issuance of SEBI Master Circular no. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 for Registrars to an Issue and Share Transfer Agents dated June 23, 2025), made mandatory for the shareholders holding securities in physical form to furnish PAN, KYC (Complete Postal Address with Pin-Code, Contact Number, Bank Account details with MICR-CODE & IFS CODE), Specimen Signature and Nomination details to the Registrar and Share Transfer Agent ("**RTA**") of the Company.

The security holder(s) holding shares in physical form, whose folio(s) do not have all the above details updated, shall be eligible:

- to lodge grievance or avail any service request from the RTA only after furnishing PAN, Choice of Nomination, Complete Postal Address with Pin-Code, Contact Number, Bank Account Details and Specimen Signature.
- for any payment including dividend, interest or redemption payment in respect of such folios shall be paid only through electronic mode to such security holders with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety.

Further vide SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, the following has been decided for existing investors/ unit holders:

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- a. Non-submission of 'choice of nomination' shall not result in freezing of Demat Accounts as well as Mutual Fund Folios.
- b. Security holders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any service request from the RTA even if 'choice of nomination' is not submitted by these security holders.
- c. Payments including dividend, interest or redemption payment withheld presently by the Listed Companies/RTAs, only for want of 'choice of nomination' shall be processed accordingly.
22. In view of the above, shareholders of the Company holding securities in physical form are requested to provide following documents/details to RTA:
- (i) PAN; (using Form ISR-1)
 - (ii) Nomination in Form No.SH-13 or submit declaration to 'Opt-out' Nomination in Form ISR-3 or cancellation or variation of nomination in Form No.SH-14;
 - (iii) Contact details (Postal address with PIN code, Mobile Number, E-mail address; (using Form ISR-1)
 - (iv) Bank Account details (Bank and Branch name, Bank account number, IFS code; (using Form ISR-1)
 - (v) Specimen Signature (using Form ISR-1), (using Form ISR-2) (As may be Applicable)

All of above required documents/details to be sent at the address of registered office of the RTA. The aforesaid documents/details can be made available through "In Person Verification" (IPV) or through post or through electronic mode with e-sign. The shareholders can download the above mentioned forms mentioned in SEBI circular from the website of the Company i.e. www.deshrakshak.in or RTA website i.e. www.masserv.com.

23. As per Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can be transferred/transmitted only in dematerialized form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company Secretary or MAS Services Limited, Company's Registrar and Share Transfer Agents ("RTA") (Tel. No. 011-26387281/82/83) for assistance in this regard.
24. Members who have not yet registered their e-mail addresses and any changes therein are requested to register or update the same with their Depository Participants ("DP") in case

the shares are held by them in electronic form and with the Company/RTA in case the shares are held by them in physical form and such request may be made by only those members who have not got their email id recorded or to update a fresh email id and not form the members whose email ids are already registered.

25. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details etc., to their DPs if the shares are held by them in electronic form and to the RTA if the shares are held by them in physical form.
26. For receiving all future correspondence (including Annual Report) from the Company electronically—

In case you have not registered your email ID with the Company/ Depository, please follow below instructions to register your email ID for obtaining Annual Report for FY 2024-2025.

Physical Holding

Send a duly signed Form ISR -1 along with requisite documents if applicable to Registrar and Share Transfer Agents of the Company, MAS Services Limited at investor@masserv.com.

Demat Holding

Please contact your Depository Participant (“DP”) and register your email address as per the process advised by DP.

27. Members are requested to address all the correspondence to the Registrar and Share Transfer Agents, MAS Services Limited, T-34, IInd Floor Okhla Industrial Area Phase-II, New Delhi-110020.
28. Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination details, bank details such as name of the bank and branch, bank account number, IFSC Code etc., as per instructions set out below:

Members holding the shares in electronic form should furnish the above details to their Depository Participant (“DP”) in the prescribed form provided by the DP.

29. The Company appointed M/s. MAS Services Limited, as its Registrars and Share Transfer Agents (“RTA”) for rendering the entire range of services to the Shareholders of the Company. Accordingly, all documents, demat request, change of address intimation and

other communication in relation thereto with respect to shares in electronic form or physical form should be addressed to the RTA directly quoting Folio No./Demat Account, full name and name of the Company as Desh Rakshak Aushdhalaya Limited.

30. Non Resident Indian members are requested to inform the Company's RTA, immediately of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, IFS Code and MICR Code, as applicable, if such details were not furnished earlier.
31. The Company's Securities are listed on BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001.
32. The Company has set Tuesday, 23rd day of December, 2025 as the "Cut-off Date" for taking record of the shareholders of the Company who will be eligible for casting their vote on the resolution to be passed in the 44th Annual General Meeting. A person who is not the member as on the cut-off date should treat this notice for information purposes only.
33. The Board of Directors has appointed Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (***Peer Review Certificate Number 6899/2025***), as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
34. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 Hours of the conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
35. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at <https://www.deshrakshak.in> and on the website of National Securities Depository Limited ("NSDL") i.e. www.evoting.nsdl.com (the Authorised agency for providing voting through electronic means). The results shall also be uploaded to the Stock Exchange where the shares of the company are listed within 2 working days of the conclusion of the 44th Annual General Meeting.
36. The Registers under the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.

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37. Members may note that the Notice calling Annual General Meeting along with the explanatory statement and Annual Report 2024-25 are available on the website of the Company at www.deshrakshak.in and on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of National Securities Depository Limited (“NSDL”) i.e. www.evoting.nsdl.com (the Authorised agency for providing voting through electronic means). Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.
38. The Annual Report is also available at the website of RTA MAS Services Limited viz. <https://www.masserv.com>.
39. Ministry of Corporate Affairs, Government of India, through its Circulars Nos. 17/2011 dated 21st April, 2011 and 18/2011 dated 29th April, 2011, respectively, has allowed companies to send documents viz. Notices of meetings, Annual Reports and other shareholder communication to their shareholders electronically as part of its Green Initiatives in corporate governance.
40. In case a person has become a member of the Company after dispatch of the Annual General Meeting Notice, but on or before the cut-off date for voting i.e. Tuesday, December 23, 2025, such person may obtain the User ID and Password from RTA by e-mail request on investor@masserv.com
41. With a view to helping us serve the members better, members who hold shares in identical names and in the same order of names in more than one folio are requested to write to the Company to consolidate their holdings in one folio.
42. Shareholders intending to require information about accounts to be explained in the meeting are requested to inform the Company at following email id dral96@yahoo.in at least seven days in advance of the Annual General Meeting. Also, Members who require e-communication and in case of any queries regarding the Annual Report, Members may write to dral96@yahoo.in.
43. Shareholders are requested to bring their copy of Annual Report to the Meeting as the practice of handing out copies of the Annual Report at the Annual General Meeting has been discontinued in view of the green initiative and environmental cause.
44. Members may also note that the Annual Report for the financial year 2024-25 together with the Notice of 44th Annual General Meeting, Attendance Slip, Proxy Form, Ballot Paper and

Route Map will also be available on the website of the Company viz. <https://www.deshrakshak.in> for their download.

45. Attendance Slip (Annexure-B), Proxy Form (Annexure-C), Ballot Paper (Annexure-D) have been enclosed herein. Route Map giving directions to the venue of the meeting is also annexed to the Annual Report.
46. The Annual Listing Fees for the year 2025-2026 have been paid by the Company to the BSE Limited where the shares of the Company are listed.
47. The Independent Directors of the company has furnished the requisite declaration for independence as per Section 149 of the Companies Act, 2013.
48. Electronic copy of the Annual Report for 2025 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes.
49. Members may also note that the Notice of the 44th Annual General Meeting and the Annual Report for 2025 will also be available on the Company's website www.deshrakshak.in, website of NSDL www.evoting.nsdl.com and website of MAS Services Limited www.masserv.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office located in Haridwar for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: dral96@yahoo.in.
50. All documents and documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Tuesday, 30th December, 2025, the date of the Annual General Meeting of the Company.
51. Only registered members carrying the attendance slips and the holders of valid proxies registered with the Company will be permitted to attend the meeting.
52. The facility for voting through Ballot / Polling Paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.

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53. In terms of Section 72 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, the shareholders of the Company may nominate a person in whose name the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit the requisite nomination form.
54. The Company entered into agreements with Central Depository Services (India) Limited (“CDSL”) and National Securities Depository Limited (“NSDL”) to offer depository services to the Shareholders. Shareholders can open account with any of the depository participant registered with CDSL and NSDL.
55. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to the Company Secretary of the company by 23rd December, 2025.
56. In terms of the Securities and Exchange Board of India Circular dated 09/12/2020, the depository shall send SMS/email alerts regarding the details of the upcoming Annual General Meeting to the demat holders at least 2 days prior to the date of commencement of e-voting. Hence, members are requested to update the mobile no./email ID with their respective depository participants.
57. Dispute Resolution Mechanism at Stock Exchanges under Securities and Exchange Board of India, vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/76 dated May 30, 2022, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Share Transfer Agent on delay or default in processing any investor services related request.

OTHER INFORMATION

58. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company’s Registrars and Shares Transfer Agents, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrars and Share Transfer Agents, members are requested to quote their account/folio numbers or DP ID and Client ID for physical or electronic holdings respectively.
59. As a part of “Green initiative in the Corporate Governance”, The Ministry of Corporate Affairs vide its circular nos. 17/2011 and 1/2011 dated 21.04.2011 and 29.04.2011, respectively, has permitted the companies to serve the documents, namely, Notice of General Meeting, Balance

DESH RAKSHAK AUSHDHALAYA LIMITED

44th ANNUAL GENERAL MEETING



Sheet, Statement of Profit & Loss, Auditor's Report, Director's Report, etc., to the members through e-mail.

60. The Notice calling the Annual General Meeting has been uploaded on the website of the Company at www.deshrakshak.in. The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at www.bseindia.com. The 44th Annual General Meeting Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility before the Annual General Meeting) i.e. www.evoting.nsdl.com.

61. The Company also hereby inform that Registrar of Companies, Uttarakhand, granted an extension of time for a period of Three (3) months to the Company for holding its 44th Annual General Meeting for the financial year ended on March 31, 2025.

Place: Haridwar
Date: 06/12/2025

For and on behalf of the Board
For Desh Rakshak Aushdhalaya Limited

Sd/-
Tosh Kumar Jain
Chairman & Managing Director
DIN: 01540363

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Saturday, 27th day of December, 2025 at 9:00 A.M. and ends on Monday, 29th day of December, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter and at the end of remote e-voting period, the facility for remote e-voting will be forthwith blocked. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd day of December, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd day of December, 2025.

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

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





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ Access to e-Voting ” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period

	<p>If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi

	<p>username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000 and 022-2499 4545
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rcsharmacs@yahoo.com with a copy marked to evoting@nsdl.com on or before closure of e-voting. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 and 022- 2499 4545 or send a request to Pallavi Mhatre at evoting@nsdl.com.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to dral96@yahoo.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to dral96@yahoo.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Instructions

- i. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.
- ii. Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (**Peer Review Certificate Number 6899/2025**), (Membership No. FCS-5524 & CP No. 7957) appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- iii. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, for all those members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.
- iv. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- v. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.deshrakshak.in and on the website of NSDL immediately after the

declaration of result by the Chairman or a person authorized by him in writing and communicated to the BSE Limited.

• **DECLARATION OF RESULTS**

1. The results of the electronic voting shall be declared to the Stock Exchanges after the conclusion of Annual General Meeting. The results along with the Scrutinizer's Report shall also be placed on the website of the Company at www.deshrakshak.in and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results to the BSE Limited, where the shares of the Company are listed.

2. The Scrutinizer after scrutinizing the votes cast by remote e-voting and voting during the Annual General Meeting will make a consolidated Scrutinizer's Report and submit the same not later than 48 hours of conclusion of the Annual General Meeting to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same.

3. The results declared along with the scrutinizer's report, will be hosted on the website of the Company at www.deshrakshak.in and on the website of NSDL, immediately after the declaration of the result by the Chairperson or a person authorized by him in writing and communicated to the Stock Exchange.

Place: Haridwar
Date: 06.12.2025

For and on behalf of the Board
For Desh Rakshak Aushdhalaya Limited

Sd/-
Tosh Kumar Jain
Chairman & Managing Director
DIN: 01540363

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 3 to 9 of the accompanying Notice.

ITEM NO. 3. APPOINTMENT OF SECRETARIAL AUDITOR OF THE COMPANY FOR THE TERM OF FIVE (5) CONSECUTIVE YEARS

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**) and other applicable provisions of the Companies Act, 2013, each as amended, the Company is required to appoint Secretarial Auditors for a period of 5 consecutive years commencing Financial Year 2025-26, to conduct the Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations read with applicable Securities and Exchange Board of India (**‘SEBI’**) Circulars.

The following criteria *inter alia* were considered for evaluation of Practicing Company Secretary firms capable of conducting audit of Desh Rakshak Aushdhalaya Limited:

- a. background of the firm, their experience and past associations in handling secretarial audit of large listed companies;
- b. competence of the firm in conducting secretarial audit of the Company in the past as well as of other large listed companies; and
- c. ability of the firm to understand the business of the Company and identify compliance of major laws and regulations applicable to the Company.

As part of the assessment, the Management also considered the eligibility of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (***Peer Review Certificate Number 6899/2025***), who is the Secretarial Auditor of the Company from past years till date. Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (***Peer Review Certificate Number 6899/2025***), is a distinguished firm of Practising Company Secretaries. Peer Reviewed and Quality Reviewed by the Institute of Company Secretaries of India, the firm specializes in corporate law, SEBI, corporate governance, and compliance. The firm has been conducting secretarial audit for various large, listed companies in India across sectors includes manufacturing and pharmaceuticals sectors.

The Management evaluated the background, expertise and past performance of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (***Peer Review Certificate Number 6899/2025***) as the Secretarial Auditors of the Company.

On the basis of the above mentioned points which forms part of basis of recommendation for appointment of secretarial auditor, the Management presented the outcome of the assessment to the Audit Committee of the Board.

The Audit Committee considered the findings of the Management and has recommended to the Board, the appointment of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (***Peer Review Certificate Number 6899/2025***) as the Secretarial Auditors of the Company for a period of five consecutive years commencing from the conclusion of the ensuing 44th Annual General Meeting scheduled to be held on December 30, 2025, through the conclusion of 49th Annual General Meeting of the Company to be held in the year 2030, for conducting secretarial audit of the Company for the period beginning from Financial Year 2025-26 through Financial Year 2029-30.

The Board of the directors of the company, at its meeting held on December 06, 2025, considered the recommendation of the Audit Committee with respect to the appointment of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (***Peer Review Certificate Number 6899/2025***) as the Secretarial Auditors. After due consideration and review, the Board recommends for approval of the Members the appointment of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (***Peer Review Certificate Number 6899/2025***) as the Secretarial Auditors of the Company for a period of five consecutive years commencing from the conclusion of the ensuing 44th Annual General Meeting scheduled to be held on December 30, 2025, through the conclusion of 49th Annual General Meeting of the Company to be held in the year 2030, for conducting secretarial audit of the Company for the period beginning from Financial Year 2025-26 through the Financial Year 2029-30.

Mr. Ramesh Chandra Sharma has provided its consent to be appointed as Secretarial Auditors and has confirmed that, if appointed, its appointment, will be in accordance with Regulation 24A of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD 2/CIR/P/2024/185 dated December 31, 2024 and other relevant applicable SEBI Circulars issued in this regard.

The proposed remuneration to be paid to Mr. Ramesh Chandra Sharma, for Financial Year 2025-26 is ₹1 lakh plus applicable taxes and reimbursement of out-of-pocket expenses. The Audit Committee and the Board is of the view that ₹1 lakh is reasonable audit fee considering the size and scale of Desh Rakshak Aushdhalya Limited. The remuneration to be paid to Secretarial Auditors for the remaining term i.e. from Financial Year 2026-27 through Financial Year 2029-30 shall be mutually agreed between the Board, based on recommendation(s) of the Audit Committee, and the Secretarial Auditors, from time to time.

Mr. Ramesh Chandra Sharma already appointed as the Secretarial Auditor of the Company from past years till date. Therefore, particulars relating to material change in the fee payable to new auditor from that paid to the outgoing auditor along with the rationale for such change as require to be disclose under Regulation 36(5) of the SEBI Listing Regulations are not applicable.

The relevant documents is available for inspection in physical or electronic mode by the members of the company at the Registered Office of the Company during normal business hours on working days and is also made available for inspection at the Annual General Meeting.

None of the Director(s) or Key Managerial Personnel of the Company or their respective relatives are in any way concerned or interested, financially or otherwise in the Resolution mentioned at Item No. 3 of the Notice.

The Board recommends the Ordinary Resolution set forth in Item No. 3 for the approval of the Members.

ITEM NO. 4. REGULARISATION OF MR. RAJESH KUMAR GUPTA (DIN: 01048355) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Rajesh Kumar Gupta (DIN: 01048355), who was appointed as an Additional Independent Director of the Company in the Board meeting held on 13th August, 2025.

A notice under section 160 of the Companies Act, 2013 has been received proposing his appointment as an Independent Director.

Mr. Rajesh Kumar Gupta (DIN: 01048355), is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and has given his consent to act as a Director and he has not been debarred from holding the office of director or continuing as a director of company by virtue of any Securities and Exchange Board of India order/Ministry of Corporate Affairs or any other authority in India or abroad. He has also submitted a declaration of Independence under section 149 (7) of the Companies Act, 2013 read with regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) to the effect that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI Listing Regulations. In the opinion of the Board, he fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder and also under the SEBI Listing Regulations for appointment as an Independent Director of the Company and Mr. Rajesh Kumar Gupta (DIN: 01048355), is independent of the management.

The outcome of performance evaluation of Mr. Rajesh Kumar Gupta is positive. He taken unbiased decisions and provide independent guidance in several crucial matters to the Board of the company. He performed his roles and responsibilities in effective manner. He ensures integrity of the company's accounting and financial reporting system. He acted on fully informed basis, in good faith with due diligence and care.

Hence, it is proposed to regularize the appointment of Mr. Rajesh Kumar Gupta as an Independent Director of the Company with effect from August 13, 2025.

The terms and conditions for appointment of Mr. Rajesh Kumar Gupta as Independent Director of the Company is available for inspection in physical or electronic mode by the members of the company at the Registered Office of the Company during normal business hours on working days and is also made available for inspection at the Annual General Meeting.

The Board recommends the resolution at item no. 4 for the approval of the members of the Company as a Special Resolution.

Save and except Mr. Rajesh Kumar Gupta, Additional Independent Director, and his relatives, None of the Directors/ Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the above resolution.

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

Name of the Director	Rajesh Kumar Gupta
DIN	01048355
Nationality	Indian
Date of first Appointment on Board	13/08/2025
Qualification	Graduate and Professional
Date of Birth	22/05/1964
No. of Shares Held and Shareholding (%) in company including shareholding as a beneficial owner	Nil
List of Directorships held in other Companies	1.Federal Agro Industries Private Limited
Chairman/Member of the committee of the other Companies	Chairman of Audit Committee and Nomination and Remuneration Committee in Federal Agro Industries Private Limited
Chairman/Member of the committee of the Board of Directors of this Company	Mr. Rajesh Kumar Gupta became member of Audit Committee with effect from August 13, 2025 and became member of Nomination and

	Remuneration Committee with effect from August 13, 2025.
Remuneration last drawn or paid and sought to be paid	Sitting fees to be paid in real time basis
Relationship with other Directors/Key Managerial Personnel/Manager	Nil
Nature of Expertise in specific functional areas	Mr. Rajesh Kumar Gupta (DIN: 01048355) is a Graduate and Professional having experience of more than 34 years in the field of corporate laws, taxation, accounting and finance.
Brief Resume	Mr. Rajesh Kumar Gupta (DIN: 01048355) aged about 61 years is a Graduate and Professional having experience of more than 34 years in the field of corporate laws, taxation, accounting and finance. By virtue of his background and experience, he have extraordinarily broad and deep knowledge of the objects currently pursuing the company. He is having experience in managing the issues faced by large and complex corporations .
Skills and Capabilities of an Independent Director required for the role and the manner in which the proposed person meets such requirements	Independent director should work with integrity and take unbiased decision and should maintain overall governance in the company. He is professional and very instrumental in making strategic decisions and having vast experience in the relevant field. He is having a skill to work with utmost integrity and take unbiased decisions.
Companies from which the director has resigned in the past three years	O. P. Chains Limited
Terms and conditions for appointment/re-appointment	Appointed as Independent Director for the period of five years with effect from August 13, 2025 and not eligible for retire by rotation.
Number of meetings of the Board attended during the year	Not Applicable

ITEM NO. 5. REGULARISATION OF MRS. CHEENA GOLANI (DIN: 11220936) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mrs. Cheena Golani (DIN: 11220936), who was appointed as an Additional Independent Director of the Company in the Board meeting held on 13th August, 2025.

A notice under section 160 of the Companies Act, 2013 has been received proposing his appointment as an Independent Director.

Mrs. Cheena Golani (DIN: 11220936), is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013 and has given her consent to act as a Director and she has not been debarred from holding the office of director or continuing as a director of company by virtue of any Securities and Exchange Board of India order/Ministry of Corporate Affairs or any other authority in India or abroad. She has also submitted a declaration of Independence under section 149 (7) of the Companies Act, 2013 read with regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) to the effect that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of the SEBI Listing Regulations. In the opinion of the Board, she fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder and also under the SEBI Listing Regulations for appointment as an Independent Director of the Company and Mrs. Cheena Golani (DIN: 11220936), is independent of the management.

The outcome of performance evaluation of Mrs. Cheena Golani is positive. She taken unbiased decisions. She performed his roles and responsibilities in effective manner. She acted on fully informed basis, in good faith with due diligence and care. She possessed analytical Skills and professional skills required for performing the role of independent director in effective manner

Hence, it is proposed to regularize the appointment of Mrs. Cheena Golani as an Independent Director of the Company with effect from August 13, 2025.

The terms and conditions for appointment of Mrs. Cheena Golani as Independent Director of the Company is available for inspection in physical or electronic mode by the members of the company at the Registered Office of the Company during normal business hours on working days and is also made available for inspection at the Annual General Meeting.

The Board recommends the resolution at item no. 5 for the approval of the members of the Company as a Special Resolution.

Save and except Mrs. Cheena Golani, Additional Independent Director and her relatives, None of the Directors/ Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the above resolution.

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

Name of the Director	Mrs. Cheena Golani
DIN	11220936
Nationality	Indian
Date of first Appointment on Board	13/08/2025
Qualification	Graduate and Professional
Date of Birth	14/01/1979
No. of Shares Held and Shareholding (%) in company including shareholding as a beneficial owner	Nil
List of Directorships held in other Companies	Nil
Chairman/Member of the committee of the other Companies	Nil
Chairman/Member of the committee of the Board of Directors of this Company	Mrs. Cheena Golani, became member of Nomination and Remuneration Committee with effect from August 13, 2025 and became member of Stakeholder Relationship Committee with effect from August 13, 2025
Remuneration last drawn or paid and sought to be paid	Sitting fees to be paid in real time basis
Relationship with other Directors/Key Managerial Personnel/Manager	Nil
Nature of Expertise in specific functional areas	Mrs. Cheena Golani (DIN: 11220936) is a Graduate and Professional having experience of more than 4 years in the field of capital market, corporate laws, Companies Act, SEBI Laws and other Law related matters.
Brief Resume	Mrs. Cheena Golani (DIN: 11220936) is a Graduate and Professional having experience of more than 4 years in the field of capital market, corporate laws, Companies Act, SEBI Laws and other Law related matters. Mrs. Cheena Golani is well versed in management. She have good interpersonal and communication skills and ability required to lead as a Director.
Skills and Capabilities of an Independent Director required for the role and the manner in which the proposed person meets such requirements	Independent director should work with integrity and take unbiased decision and should maintain overall governance in the company. She is professional and have good interpersonal and communication skills and ability required to lead as a Director and having vast experience in the

	relevant field. She is having a skill to work with utmost integrity and take unbiased decisions.
Companies from which the director has resigned in the past three years	1.O. P. Chains Limited 2. Oyster Infraestate Private Limited 3. HMA Agro Industries Limited 4. P. B. Buildcon Private Limited
Terms and conditions for appointment/re-appointment	Appointed as Independent Director for the period of five years with effect from August 13, 2025 and not eligible for retire by rotation.
Number of meetings of the Board attended during the year	Not Applicable

ITEM NO. 6, 7, 8 AND 9. TO INCREASE OVERALL MANAGERIAL REMUNERATION PAYABLE IN EXCESS OF 11% OF THE NET PROFITS OF THE COMPANY, REVISION IN MANAGERIAL REMUNERATION PAYABLE TO MR. TOSH KUMAR JAIN (DIN: 01540363), MANAGING DIRECTOR OF THE COMPANY, REVISION IN MANAGERIAL REMUNERATION PAYABLE TO MR. ARIHANT KUMAR JAIN (DIN: 06401053), WHOLE-TIME DIRECTOR OF THE COMPANY AND REVISION IN MANAGERIAL REMUNERATION PAYABLE TO MRS. MONIKA JAIN (DIN: 03403491), WHOLE-TIME DIRECTOR OF THE COMPANY

As per the relevant provisions of the Companies Act, 2013 ('the Act') read with Schedule V of the Act and other applicable provisions, if any, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company are seeking the approval of the members through a special resolution to authorize the revision and payment of remuneration to Mr. Tosh Kumar Jain (DIN: 01540363), Managing Director of the Company, Mr. Arihant Kumar Jain, (DIN: 06401053), Whole-time Director of the Company, Mrs. Monika Jain, (DIN: 03403491), Whole-time Director of the Company, in excess of 10% of the net profits of the Company computed in accordance with Section 198 of the Act for the financial year 2025-26 notwithstanding that such revision of remuneration exceed the limit of 10% of the net profits of the Company for taking into account remuneration of Managing Director and Whole-time Directors together specified under Section 197 of the Act for the financial year 2025-26. Additionally, in line with the applicable provisions of the Companies Act, 2013 ('the Act') read with Schedule V of the Act and other applicable provisions, if any, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company also seeking the approval of the members, by way of special resolution, to increase the limit for the total managerial remuneration payable to the Company's Directors, including the Managing Director and Whole-time Directors, for the financial year 2025-26 in excess of 11% of the net profit of the Company computed in the manner laid down in Section 198 of the Act notwithstanding that such increment exceed the limit specified under Section 197 of the Act.

The members of the Company are hereby informed that, considering the contributions made and quality of services rendered by Mr. Tosh Kumar Jain, (DIN: 01540363), Managing Director of the Company, Mr. Arihant Kumar Jain, (DIN: 06401053), Whole-time Director of the Company, Mrs.

Monika Jain, (DIN: 03403491), Whole-time Director of the Company, the Board of Directors of the Company are seeking the approval for revision and increase of remuneration exceed the limit of 10% of the net profits of the Company notwithstanding that such revision of remuneration exceed the limit of 10% of the net profits of the Company for the remuneration of Managing Director and Whole-time Directors taken together specified under Section 197 of the Act for the financial year 2025-26, eventually, the overall managerial remuneration payable to all directors including the Managing Director and Whole-time Directors shall also exceed the prescribed limit of 11% of net profit of the Company as specified under Section 197 of the Companies Act, 2013. Therefore, the approval of the members of the Company is sought for payment of managerial remuneration exceeding the prescribed limit as stated in the resolution no. 6, 7, 8 and 9.

Additional information as required under Schedule V of the Companies Act, 2013 with respect to Item no. 7, 8 and 9.

I. General Information

(a) Nature of industry: The company engaged in manufacturing of ayurvedic and herbal product.

(b) Date or expected date of commencement of commercial production: The Company commenced business from the date of its incorporation on September 14, 1981.

(c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

(d) Financial performance based on given indicators: The company profit after tax as on 31.03.2025 is Rs. 47,66,200 and as on 31.03.2024 is Rs. 42,75,400. The company net worth as on 31.03.2025 is Rs. 9,67,43,940 and as on 31.03.2024 is Rs. 9,19,77,740.

(e) Foreign investments or collaborations, if any: Not Applicable

II. Information about the appointee:

a) Background details, job profile and suitability:

Mr. Tosh Kumar Jain (DIN: 01540363), holds a bachelor's degree. He is presently Managing Director cum Chairman of the Company and in his present role with the Company, he is responsible for devising the financial and operational strategy, investor relations, assisting with a commercial roadmap to realize the long term vision of the organization and driving overall governance. Arihant Kumar Jain (DIN: 06401053), holds a bachelor's degree. He is presently whole-time of the Company and in his present role with the Company, he is responsible for devising the operational strategy and driving overall governance. Mrs. Monika Jain (DIN: 03403491), holds a bachelor's

degree. She is presently whole-time of the Company and in her present role with the Company, she is responsible for guiding in several crucial matters to the Board of the Company.

b) Past Remuneration: As per terms and conditions of appointment of Mr. Tosh Kumar Jain, Mr. Arihant Jain, Mrs. Monika Jain.

c) Remuneration proposed: As mentioned in the explanatory statement above.

d) Recognition or awards: Nil

e) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin): Considering the size of the Company, the profile of Mr. Tosh Kumar Jain (DIN: 01540363), Mr. Arihant Kumar Jain (DIN: 06401053), Mrs. Monika Jain (DIN: 03403491), their responsibilities and the industry benchmarks, the remuneration proposed is in line with remuneration drawn for similar positions in companies of similar scale and size.

f) Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel or other Director, if any: Mr. Tosh Kumar Jain (DIN: 01540363), Mr. Arihant Kumar Jain (DIN: 06401053), Mrs. Monika Jain (DIN: 03403491), has no pecuniary relationship with the Company or its Key Managerial Personnels or its directors other than their remuneration in the capacity of Managing Director and Whole-time Director.

Mrs. Monika Jain (DIN: 03403491), Whole-time Director of the company is mother of Mr. Arihant Kumar Jain and Mr. Tosh Kumar Jain (DIN: 01540363), Managing Director of the company is father of Mr. Arihant Kumar Jain.

III. Other Information:

a) Reason of loss or inadequate profits: Not Applicable

b) Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms: The company focuses on to improve productivity and profit through utilization of innovative techniques of production.

The relevant documents are available for inspection in physical or electronic mode by the members of the company at the Registered Office of the Company during normal business hours on working days and is also made available for inspection at the Annual General Meeting

DESH RAKSHAK AUSHDHALAYA LIMITED

44th ANNUAL GENERAL MEETING



The Board recommends the resolution at item no. 6, 7, 8 and 9 for the approval of the members of the Company as a Special Resolution.

Save and except Mr. Tosh Kumar Jain (**DIN:** 01540363), Mr. Arihant Kumar Jain (**DIN:** 06401053), Mrs. Monika Jain (**DIN:** 03403491), and their relatives, None of the Directors/ Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the above resolution.

Additional information as required under Secretarial Standard – 2

Name of the Director	Mr. Tosh Kumar Jain	Mr. Arihant Kumar Jain	Mrs. Monika Jain
DIN	01540363	06401053	03403491
Nationality	Indian	Indian	Indian
Date of first Appointment on Board	02/09/1988	01/06/2019	01/06/2019
Qualification and Experience	Mr. Tosh Kumar Jain (DIN: 01540363) aged about 61 years is a Graduate having experience of more than 25 years in accounts, finance and Managing Business. He is having in-depth knowledge and having an ability to guide in several crucial matters to the Board of the company. Mr. Tosh Kumar Jain is well versed in management. He is keenly engaged into the business development and controls key strategic aspects of the company.	Mr. Arihant Kumar Jain (DIN: 06401053) aged about 36 years is a Graduate having experience of more than 5 years in accounts and Managing Business. By virtue of his background and experience, he has an extraordinarily broad and deep knowledge of the objects currently pursuing the company. He is having experience in managing the issues faced by large and complex corporations	Mrs. Monika Jain (DIN: 03403491) aged about 56 years is a Graduate having experience of more than 5 years in Managing Business and leadership. She is having vast experience in the field within which the company operates. She is having expertise in Organisational Development which could be beneficial to the Company
Date of Birth	06/02/1964	15/05/1989	05/05/1969
No. of Shares Held and Shareholding (%) in company including shareholding as a	12,51,800 equity shares held and 28.20 % of the Paid-Up Share Capital	2,09,080 equity shares held and 4.71 % of the Paid-	12,12,020 equity shares held and 27.31 % of the

DESH RAKSHAK AUSHDHALAYA LIMITED
44th ANNUAL GENERAL MEETING

beneficial owner	of the company	Up Share Capital of the company	Paid-Up Share Capital of the company
List of Directorships held in other Companies	1. Shri Bhagwant Finance Company Limited 2. Bhagwat Estates Private Limited	Nil	1. Bhagwat Estates Private Limited 2. Shri Bhagwant Finance Company Limited
Chairman/Member of the committee of the other Companies	Nil	Nil	Nil
Chairman/Member of the committee of the Board of Directors of this Company	Mr. Tosh Kumar Jain is Member of the Audit Committee, and became the member of Stakeholder Relationship Committee with effect from August 27, 2024	Mr. Arihant Kumar Jain ceased to be the member of Stakeholder Relationship Committee with effect from August 27, 2024	Nil
Remuneration last drawn or paid and sought to be paid	As mentioned in the Explanatory Statement	As mentioned in the Explanatory Statement	As mentioned in the Explanatory Statement
Relationship with other Directors/Key Managerial Personnel/Manager	Mr. Tosh Kumar Jain is father of Mr. Arihant Kumar Jain, Whole-time Director of the Company and husband of Mrs. Monika Jain, Whole-time Director of the Company	Mr. Arihant Kumar Jain is son of Mr. Tosh Kumar Jain, Managing Director of the Company and Mrs. Monika Jain, Whole-time Director of the Company	Mr. Arihant Kumar Jain, whole-time director of the company is son of Mrs. Monika Jain and Mr. Tosh Kumar Jain, Managing Director of the Company is husband of Mrs. Monika Jain.
Terms and conditions for appointment/re-appointment	Appointed as Chairman and Managing Director for a further period of five years with effect from 29 th day of September, 2023, eligible for retire by rotation.	Re-appointed as Whole-time director for the period of five years with effect from 30 th day of September, 2024, eligible for retire by	Re-appointed as Whole-time director for the period of five years with effect from 30 th day of September, 2024, eligible for retire

DESH RAKSHAK AUSHDHALAYA LIMITED
44th ANNUAL GENERAL MEETING



		rotation	by rotation.
Number of meetings of the Board attended during the year	6	6	6

Place: Haridwar
Date: 06/12/2025

For and on behalf of the Board
For Desh Rakshak Aushdhalaya Limited

Sd/-
Tosh Kumar Jain
Chairman & Managing Director
DIN: 01540363

ANNEXURE-A

Additional information on Director(s) recommended for appointment/re-appointment as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2

IN RESPECT OF ITEM NO. 2

Name of the Director	Mr. Tosh Kumar Jain
DIN	01540363
Nationality	Indian
Date of first Appointment on Board	02/09/1988
Qualification	Graduate
Date of Birth	06/02/1964
No. of Shares Held and Shareholding (%) in company including shareholding as a beneficial owner	12,51,800 equity shares held and 28.20 % of the Paid-Up Share Capital of the company
List of Directorships held in other Companies	1. Shri Bhagwant Finance Company Limited 2. Bhagwat Estates Private Limited
Chairman/Member of the committee of the other Companies	Nil
Chairman/Member of the committee of the Board of Directors of this Company	Mr. Tosh Kumar Jain is Member of the Audit Committee, and became the member of Stakeholder Relationship Committee with effect from August 27, 2024
Remuneration last drawn or paid and sought to be paid	As per the terms and conditions of appointment
Relationship with other Directors/Key Managerial Personnel/Manager	Mr. Tosh Kumar Jain is father of Mr. Arihant Kumar Jain, Whole-time Director of the Company and husband of Mrs. Monika Jain, Whole-time Director of the Company.
Nature of Expertise in specific functional areas	Having experience in Managing Business, leadership, organizational development.
Brief Resume	Mr. Tosh Kumar Jain (DIN: 01540363) aged about 61 years is a Graduate having experience of more than 25 years in accounts, finance and Managing Business. He is having in-depth knowledge and having an ability to guide in several crucial matters to the Board of the company. Mr. Tosh Kumar Jain is well versed in management. He is keenly engaged into the business development and controls key strategic aspects of the company.
Skills and Capabilities of an Independent Director required for the role and the manner in	Not Applicable

DESH RAKSHAK AUSHDHALAYA LIMITED
44th ANNUAL GENERAL MEETING



which the proposed person meets such requirements	
Companies from which the director has resigned in the past three years	Nil
Terms and conditions for appointment/re-appointment	Appointed as Chairman and Managing Director for a further period of five years with effect from 29th day of September, 2023, eligible for retire by rotation.
Number of meetings of the Board attended during the year	6

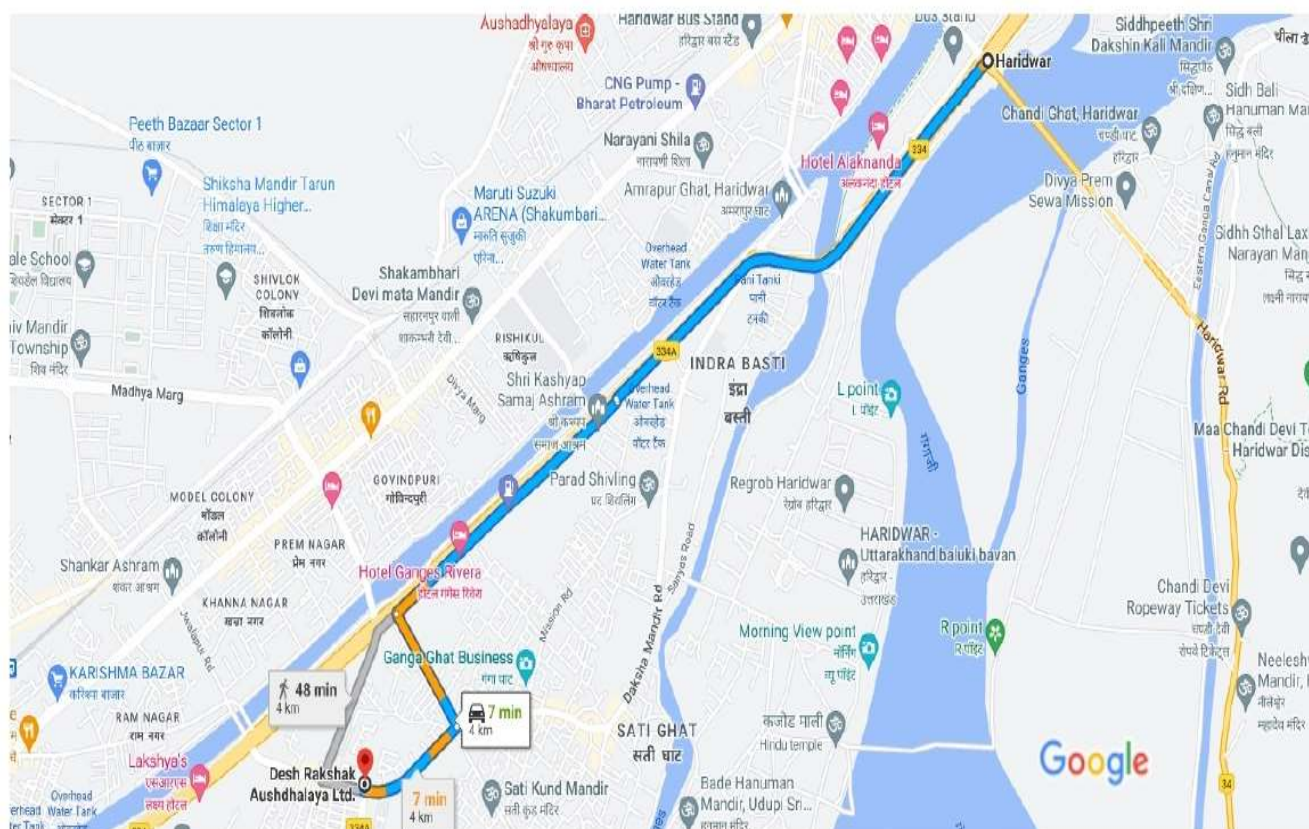
DESH RAKSHAK AUSHDHALAYA LIMITED

44th ANNUAL GENERAL MEETING

ANNEXURES TO THE NOTICE

ROUTE MAP FOR VENUE OF 44TH ANNUAL GENERAL MEETING

AT “BHAGWANT KUTI KANKHAL, HARIDWAR, UTTARAKHAND-249408”



DESH RAKSHAK AUSHDHALAYA LIMITED

44th ANNUAL GENERAL MEETING



ANNEXURE-B

DESH RAKSHAK AUSHDHALAYA LIMITED

CIN: L33119UR1981PLC006092

Regd Off: BHAGWANT KUTI KANKHAL, HARIDWAR, UTTARAKHAND-249408

ATTENDANCE SLIP

(To be presented at the entrance)

44th Annual General Meeting on Tuesday on 30th December, 2025

Name of the Member attending meeting	
Registered Address	
Reg. Folio/DP & Client No.	
No. of Shares Held	

I certify that I am a registered Shareholder/Proxy for the registered shareholder of the Company. I hereby record my presence at the 44th Annual General Meeting of the Company at Bhagwant Kuti Kankhal, Haridwar, Uttarkhand-249408 at 03.00 P.M. on Tuesday, 30th December, 2025.

Members' Name _____

Proxy's Name _____

Members'/Proxy Signatures _____

Note:

- 1) Please fill this attendance slip and hand it over at the entrance of the premises.
- 2) Only Member/ Proxy holder can attend the meeting.
- 3) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 4) A Proxy need not be a member of the Company.
- 5) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 6) Member/ Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

DESH RAKSHAK AUSHDHALAYA LIMITED

44th ANNUAL GENERAL MEETING



ANNEXURE-C

DESH RAKSHAK AUSHDHALAYA LIMITED

CIN: L33119UR1981PLC006092

Regd Off: BHAGWANT KUTI KANKHAL, HARIDWAR, UTTARAKHAND-249408

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) holding of _____ shares of the above named Company, hereby appoint:

1. Name :	E-mail Id:
Address:	
Signature: _____, or failing him	

2. Name :	E-mail Id:
Address:	
Signature: _____, or failing him	

3. Name :	E-mail Id:
Address:	
Signature: _____	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44th Annual General Meeting of the Company to be held at Bhagwant Kuti Kankhal Haridwar, Uttarakhand-249408 at 03.00 P.M. on the Tuesday, 30th day of December, 2025 and at any adjournment thereof in respect of such resolutions as are indicated below:

DESH RAKSHAK AUSHDHALAYA LIMITED

44th ANNUAL GENERAL MEETING



Resolution No.	Particulars	Vote	
Ordinary Business and Special Business		For	Against
1.	To Receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31 st March, 2025 together with the reports of the Board of Directors (“the Board”) and Auditors thereon.		
2.	To appoint a Director in place of Mr.Tosh Kumar Jain (DIN: 01540363), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment		
3.	To seek approval for the appointment of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (<i>Peer Review Certificate Number 6899/2025</i>) as the Secretarial Auditors of the Company.		
4.	To seek approval for regularisation of Mr. Rajesh Kumar Gupta (DIN: 01048355) as Independent Director of the company for the period of five years.		
5.	To seek approval for regularisation of Mrs. Cheena Golani (DIN: 11220936) as Independent Director of the company for the period of five years		
6.	To seek approval for increase overall managerial remuneration payable in excess of 11% of the net profits of the company.		
7.	To seek approval for revision in managerial remuneration payable to Mr. Tosh Kumar Jain (DIN: 01540363), Managing Director of the company.		
8.	To seek approval for revision in managerial remuneration payable to Mr. Arihant Kumar Jain (DIN: 06401053), Whole-time Director of the company.		
9.	To seek approval for revision in managerial remuneration payable to Mrs. Monika Jain (DIN: 03403491), Whole-time Director of the company.		

Signed this ____ day of ____ 2024

Signature of Shareholder _____

Affix Revenue Stamp

Signature of Proxy holder(s) _____ Signature of the shareholder
across Revenue Stamp

Note:

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- 2) The proxy need not be a member of the company.
- 3) The holder/proxy may vote either for or against each resolution.
- 4) The instrument of Proxy shall be signed by the appointer or his attorney duly authorised in writing, or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
- 5) An instrument of Proxy is valid only if it is properly stamped as per the applicable law. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.

DESH RAKSHAK AUSHDHALAYA LIMITED
44th ANNUAL GENERAL MEETING



ANNEXURE- D

DESH RAKSHAK AUSHDHALAYA LIMITED

CIN: L33119UR1981PLC006092

Regd Off: BHAGWANT KUTI KANKHAL, HARIDWAR, UTTARAKHAND-249408

BALLOT FORM

1) Name of the first named Shareholder (In block letters): _____

2) Name(s) of the Joint Holder(s), if any:

3) Postal Address:

4) Registered Folio No. / Client ID No.:

5) Class of Share:

6) No. of Shares:

I/we hereby exercise my/our vote(s) in respect of Ordinary/ Special Resolutions enumerated below to be passed through ballot form for the businesses stated in the notice of the Company dated _____ by recording, my/our assent or dissent to the said resolutions by placing the tick (✓) mark at the appropriate box below:

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Resolution No.	Resolutions	Type of Resolution	No. of Shares Held	FOR I/We assent to the resolution	AGAINST I/We dissent to the resolution
1.	To Receive, consider and adopt the Audited Financial Statements of the company for the financial year ended 31 st March, 2025 together with the reports of the Board of Directors (“the Board”) and Auditors thereon.	Ordinary			
2.	To appoint a Director in place of Mr. Tosh Kumar Jain (DIN: 01540363), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment	Ordinary			
3.	To seek approval for the appointment of Mr. Ramesh Chandra Sharma, Proprietor of R.C. Sharma and Associates, Practicing Company Secretaries, (Peer Review Certificate Number 6899/2025) as the Secretarial Auditors of the Company.	Ordinary			
4.	To seek approval for regularisation of Mr. Rajesh Kumar Gupta (DIN: 01048355) as Independent Director of the company for the period of five years.	Special			
5.	To seek approval for regularisation of Mrs. Cheena Golani (DIN: 11220936) as Independent Director of the company for the period of five years	Special			

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6.	To seek approval for increase overall managerial remuneration payable in excess of 11% of the net profits of the company.	Special			
7.	To seek approval for revision in managerial remuneration payable to Mr. Tosh Kumar Jain (DIN: 01540363), Managing Director of the company.	Special			
8.	To seek approval for revision in managerial remuneration payable to Mr. Arihant Kumar Jain (DIN: 06401053), Whole-time Director of the company.	Special			
9.	To seek approval for revision in managerial remuneration payable to Mrs. Monika Jain (DIN: 03403491), Whole-time Director of the company.	Special			

Place:

Date:

(Signature of the Shareholder)

Note: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. This Ballot Form will be provided to the Members who will physically present at the 44th Annual General Meeting for the purpose of voting and who have not cast their vote through remote e-voting process.
2. Voting rights are reckoned on the basis of the shares registered in the name of the Members as on 23rd December, 2025.
4. The form should be signed by the member as per the specimen signature registered with the Company/Depository.
5. A member can request for a duplicate ballot form, if so required.
6. In case the shares are held by companies, trusts, societies, etc., the duly completed Ballot form should be accompanied by a certified true copy of the relevant Board Resolution together with their specimen signatures authorizing their representative.
7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot forms will be rejected. The form will also be rejected, if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
8. The decision of the scrutinizer on the validity of the ballot form and any other related matter shall be final.

UPDATION OF SHAREHOLDER INFORMATION

To,
Desh Rakshak Aushdhalaya Limited
Bhagwant Kutti, Kankhal,
Haridwar-249408 (Uttarakhand)

Updation of Shareholder Information

I / We request you to record the following information against my / our Folio No.:

General Information:

Folio No.:
Name of the first named Shareholder:
PAN: *
CIN / Registration No.: *
(applicable to Corporate Shareholders)
Tel No. with STD Code:
Mobile No.:
Email Id:

*Self-attested copy of the document(s) enclosed

Bank Details:

IFSC:

(11 digit)

MICR:

(9 digit)

Bank A/c Type:

Bank A/c No.: *

Name of the Bank::

Bank Branch Address:

* A blank cancelled cheque is enclosed to enable verification of bank details.

I / We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I / we would not hold the Company / Registrar and Transfer Agent responsible. I / We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I / We understand that the above details shall be maintained till I / we hold the securities under the above mentioned Folio No. / Beneficiary account.

Place:

Date:

Signature of Sole / First holder

REGISTRATION/UPDATION OF SHAREHOLDER INFORMATION FOR SHAREHOLDERS HOLD SHARES IN PHYSICAL FORM:

Dear Member,

Sub.: Request for furnishing PAN, KYC (Complete Postal Address with Pin-Code, Contact Number, Bank Account details with MICR-CODE & IFS CODE), Specimen Signature, nomination

We draw your attention to the Securities and Exchange Board of India (“SEBI”) vide its Circular no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 for Registrars to an Issue and Share Transfer Agents dated May 17, 2023, SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023 and SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 for Registrars to an Issue and Share Transfer Agents dated May 07, 2024 (now rescinded due to the issuance of SEBI Master Circular no. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 for Registrars to an Issue and Share Transfer Agents dated June 23, 2025), made mandatorily update the PAN, KYC (Complete Postal Address with Pin-Code, Contact Number, Bank Account details with MICR-CODE & IFS CODE), Specimen Signature, Nomination details, of all the Shareholders holding Shares in physical form and compulsory linking of PAN with AADHAAR.

The security holder(s) holding shares in physical form, whose folio(s) do not have all the above details updated, shall be eligible:

- to lodge grievance or avail any service request from the RTA only after furnishing PAN, Choice of Nomination, Complete Postal Address with Pin-Code, Contact Number, Bank Account Details and Specimen Signature.
- for any payment including dividend, interest or redemption payment in respect of such folios shall be paid only through electronic mode to such security holders with effect from April 01, 2024 upon furnishing all the aforesaid details in entirety.

Further vide SEBI Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, the following has been decided for existing investors/ unit holders:

- a. Non-submission of ‘choice of nomination’ shall not result in freezing of Demat Accounts as well as Mutual Fund Folios.
- b. Security holders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any service request from the RTA even if ‘choice of nomination’ is not submitted by these security holders.

- c. Payments including dividend, interest or redemption payment withheld presently by the Listed Companies/RTAs, only for want of 'choice of nomination' shall be processed accordingly.

Please provide detail which is not available with us and if you require any change kindly submit the specified form as tabulated below for necessary update in your folio with the Company Registrar and Transfer Agent (RTA) - MAS Services Limited, T-34, 2nd floor, Okhla Industrial Area, Phase- II, New Delhi – 110020 or email at investor@masserv.com; Phone- 011-26387281-82-83 or website at www.masserv.com

Please facilitate dematerialization of securities held in physical form.

We request you to furnish the documents/details pursuant to above circular, as per the table below, to the RTA M/s. MAS Services Limited.

Keeping in view the above provisions, shareholders holding shares in physical mode are requested to follow the Procedure/ Instructions as notified by SEBI in regard to updation of **PAN, KYC details, Nomination immediately** in the specified forms as detailed below.

Sr. No.	Details to be updated or incorporated	Document required	Form required
1.	PAN(S) (including of joint holder)	Self-attested copy of pan card (please make sure pan to be linked with aadhaar)	ISR-1
2.	Registration of postal address or Change of postal address	Copy of any one : 1. Unique Identification Number (UID) (Aadhaar) 2. Valid Passport/Registered Lease or Sale Agreement of Residence, 3. Driving License, 4. Flat Maintenance bill accompanied with additional self-attested copy of Identity Proof of the holder/claimant, 5. Utility bills like Telephone bill (only land line)/ Electricity bill or Gas bill (not more than 3 months old), 6. Id card/document with address issued by any of the following : Central/State Government and its departments, Statutory / Regulatory Authorities, Public Sector Undertakings, Scheduled Commercial Banks, Public Financial Institutions duly attested by their employer with date and organization stamp, 7. For FII / sub account: Power of Attorney given by FII / sub-account to the Custodians (which are duly notarized and / or apostilled or consularised) that gives the registered address should be taken, 8.	ISR-1

		The Proof of Address in the name of the spouse accompanied with self-attested copy of Identity Proof of the spouse, 9. Client Master List of the Demat Account of the holder / claimant, provided by the Depository Participant.	
3.	Email id	Mention e-mail id in ISR-1	ISR-1
4.	Mobile Number	Mention mobile number in ISR-1	ISR-1
5.	Bank detail	Original cancelled cheque (shareholder name printed on it); or Bank passbook/statement attested by bank	ISR-1
6.	Confirmation of Signatures	Original Cancelled cheque (shareholder name printed on it) or Self-attested copy of Bank passbook/bank statement and banker's attestation of the signature of same bank account on ISR-2	ISR-1, ISR-2 (As Applicable)
7.	Incorporation of Nomination	Detail of nominee in SH-13	SH-13
8.	Cancellation or Change of Nomination	Detail of in SH-14	SH-14
9.	Declaration to opt-out of nomination	Declaration in ISR-3	ISR-3

The aforesaid forms can be downloaded from the website of the Company or RTA website.

Folios wherein any one of the said document / details are not available, you will not be eligible to lodge grievance or avail service request from the RTA. Further effective April 01, 2024 you will not be eligible for receiving dividend, interest or redemption payment in physical mode, these payments shall be processed only through electronic mode.

You are requested to forward the duly filled in documents along with the related proofs as mentioned in the respective forms to the following address at the earliest:

MAS Services Limited

T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi - 110020

Ph.No. :- 011-263872 81/82/83

Website:-www.masserv.com;

Email: investor@masserv.com

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The scan copies of the documents may also be e-mailed through your registered email id with MAS Services Limited (RTA) at the e-mail id investor@masserv.com duly e-Signed on the forms and all proofs.

Thanking you,

Yours faithfully,

For **Desh Rakshak Aushdhalaya Limited**

Sd/-

Tosh Kumar Jain

Chairman and Managing Director

DIN: 01540363