



NOTICE OF 12th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 12th ANNUAL GENERAL MEETING of the Members of **B9 Beverages Limited (Formerly known as B9 Beverages Private Limited)** will be held on Friday, 28th day of February 2025 at 02:30 P.M. IST through Video Conferencing/Audio Visual Mode to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone & Consolidated Financial Statements of the Company i.e. Audited Balance Sheet as at 31st March, 2024 and the Statement of Profit & Loss and Cash Flow Statement for the Financial Year ended 31st March, 2024 together with the Reports of the Board of Directors' & Auditors' thereon.

SPECIAL BUSINESS

2. **APPROVAL OF MEMBERS FOR THE WAIVER OF RECOVERY OF REMUNERATION PAID TO MR. ANKUR JAIN (DIN 01846010), 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, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) the approval of the members of the Company be and is hereby accorded to ratify and confirm waiver of recovery of remuneration INR 46,58,076 (Indian Rupees Forty-Six Lakhs Fifty-Eight Thousand and Seventy-Six Only) and INR 3,08,14,155 (Indian Rupees Three Crores Eight Lakhs Fourteen Thousand One Hundred Fifty-Five Only) paid to Mr. Ankur Jain, Managing Director of the Company, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024, respectively.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be or Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any other officer(s) of the Company.”

3. **APPROVAL FOR THE WAIVER OF RECOVERY OF REMUNERATION PAID TO MS. ANKEETA PAWA (DIN 08262657), 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, Schedule V and other



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applicable provisions of the Companies Act, 2013 ('Act') and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby accorded to ratify and confirm waiver of recovery of remuneration of INR 3,10,120 (Indian Rupees Three Lakhs Ten Thousand One Hundred And Twenty Only) and INR 45,66,570 (Indian Rupees Forty-Five Lakhs Sixty-Six Thousand Five Hundred and Seventy Only) paid to Ms. Ankeeta Pawa, Director of the Company, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024, respectively.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be or Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any other officer(s) of the Company."

4. APPROVAL FOR THE WAIVER OF RECOVERY OF REMUNERATION PAID TO MS. SHASHI JAIN (DIN 02040476), 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, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby accorded to ratify and confirm waiver of recovery of remuneration of INR 6,18,794 (Indian Rupees Six Lakhs Eighteen Thousand Seven Hundred and Ninety-Four Only) and INR 22,38,000 (Indian Rupees Twenty-Two Lakhs Thirty-Eight Thousand Only) paid to Ms. Shashi Jain, Director of the Company, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024, respectively.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be or Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any other officer(s) of the Company."

5. APPROVAL FOR PAYMENT OF REMUNERATION TO MR. ANKUR JAIN (DIN: 01846010), MANAGING DIRECTOR OF THE COMPANY, FOR THE FINANCIAL YEARS 2024-2025, 2025-2026 AND 2026-2027

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



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"RESOLVED THAT pursuant to the provisions of Section 197, 198, 200, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Mr. Ankur Jain , Managing Director (DIN: 01846010) of the Company, as detailed below, be and is hereby approved by the members for the period commencing from 1st April, 2024 to 31st March, 2027 notwithstanding that such remuneration may exceed the individual/overall limits specified under Section 197 and Schedule V of the Act.

1. Basic Salary	<p>For 2024 -2025: Up to INR 45,248,000/- (Indian Rupees Four Crores Fifty-Two Lakhs Forty-eight Thousand only).</p> <p>For 2025-2026: Up to INR 47,962,880/- (Indian Four Crores Seventy-Nine Lakhs Sixty-Two Thousand Eight Hundred and Eighty only).</p> <p>For 2026-2027: - Up to INR 50,840,653/- (Indian Five Crores Eight Lakhs Forty Thousand Six Hundred and Fifty-Three only).</p>
2. Perquisites and Allowances	<p>(Indicative List)</p> <ol style="list-style-type: none">1. Fully furnished rent-free accommodation/ House.2. Medical Reimbursement - Reimbursement of actual medical expenses incurred in India and/or abroad including hospitalization, nursing home and surgical charges for self and family.3. Leave Travel Assistance - Once a year for self & family as per rules of the Company.4. Insurance - Payment of Insurance Premium for Life insurance, Group Insurance, Personal Accident Insurance for such amount as may be considered appropriate by the Board.5. Club fees - Membership fee of such clubs as may be considered appropriate including admission and life membership fee.6. Contribution to Provident Fund, Superannuation Fund or Annuity Fund - As per rules of the Company.7. Gratuity - Upto half a month's salary for



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	<p>each completed year of service.</p> <p>8. Leave encashment - As per rules of the Company but not exceeding one month's leave for every 11 months of service</p> <p>9. Conveyance - The Company shall provide one fully insured car with driver and reimbursement of the operational expenses.</p> <p>10. Telephone, Telefax and other communication facilities.</p> <p>11. Security- The Company shall provide for round-the-clock security at the Director's residence.</p> <p>12. Pension- The appointee or his nominees shall be entitled to receive 50% of the last drawn salary as pension in case of superannuation or in case of death during the tenure of appointment.</p>
3. Other terms	<p>1. The Director shall not be paid any sitting fee for attending the meetings of the board of directors or Committees thereof.</p> <p>2. The Director shall not become interested or otherwise concerned directly or through his relative(s) in any selling agency of the company without the prior approval of the Central Government.</p>

RESOLVED FURTHER THAT all other existing terms and conditions of appointment and remuneration shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to vary the terms and conditions of the appointment of Mr. Ankur Jain, including his remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the directors or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any other officer(s) of the Company."





6. **APPROVAL FOR PAYMENT OF REMUNERATION TO MS. ANKEETA PAWA (DIN: 08262657), DIRECTOR OF THE COMPANY, FOR THE FINANCIAL YEARS 2024-2025, 2025-2026 AND 2026-2027**

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, 200, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Ms. Ankeeta Pawa, Director (DIN: 08262657) of the Company, as detailed below, be and is hereby approved by the members for the period commencing from 1st April, 2024 to 31st March, 2027 notwithstanding that such remuneration may exceed the individual/overall limits specified under Section 197 and Schedule V of the Act.

1. Basic Salary	<p>For 2024 -2025: Up to INR 49,24,724/- (Indian Rupees Forty-Nine Lakhs Twenty-Four Thousand Seven Hundred and Twenty-Four only).</p> <p>For 2025-2026: Up to INR 54,87,076/- (Indian Rupees Fifty-Four Lakhs Eighty-Seven Thousand and Seventy-Six only).</p> <p>For 2026-2027: Up to INR 63,54,753/- (Indian Rupees Sixty-Three Lakhs Fifty-Four Thousand Seven Hundred and Fifty-Three only).</p>
2. Perquisites and Allowances	<p>(Indicative List)</p> <ol style="list-style-type: none">1. Fully furnished rent-free accommodation/ House.2. Medical Reimbursement - Reimbursement of actual medical expenses incurred in India and/or abroad including hospitalization, nursing home and surgical charges for self and family.3. Leave Travel Assistance - Once a year for self & family as per rules of the Company.4. Insurance - Payment of Insurance Premium for Life insurance, Group Insurance, Personal Accident Insurance for such amount as may be considered appropriate by the Board.





	<p>5. Club fees - Membership fee of such clubs as may be considered appropriate including admission and life membership fee.</p> <p>6. Contribution to Provident Fund, Superannuation Fund or Annuity Fund - As per rules of the Company.</p> <p>7. Gratuity - Upto half a month's salary for each completed year of service.</p> <p>8. Leave encashment - As per rules of the Company but not exceeding one month's leave for every 11 months of service</p> <p>9. Conveyance - The Company shall provide one fully insured car with driver and reimbursement of the operational expenses.</p> <p>10. Telephone, Telefax and other communication facilities.</p> <p>11. Security- The Company shall provide for round-the-clock security at the Director's residence.</p> <p>12. Pension- The appointee or his nominees shall be entitled to receive 50% of the last drawn salary as pension in case of superannuation or in case of death during the tenure of appointment.</p>
3. Other terms	<p>1. The Director shall not be paid any sitting fee for attending the meetings of the board of directors or Committees thereof.</p> <p>2. The Director shall not become interested or otherwise concerned directly or through his relative(s) in any selling agency of the company without the prior approval of the Central Government.</p>

RESOLVED FURTHER THAT all other existing terms and conditions of appointment and remuneration shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to vary the terms and conditions of the appointment of Ms. Ankeeta Pawa, including her remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the directors or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may



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be required in this connection and to delegate all or any of its powers herein conferred to any other officer(s) of the Company.”

7. APPROVAL FOR PAYMENT OF REMUNERATION TO MS. SHASHI JAIN (DIN: 02040476), DIRECTOR OF THE COMPANY, FOR THE FINANCIAL YEARS 2024-2025, 2025-2026 AND 2026-2027

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, 200, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Ms. Shashi Jain, Director (DIN: 02040476) of the Company, as detailed below, be and is hereby approved by the members, for the period commencing from 1st April, 2024 to 31st March, 2027 notwithstanding that such remuneration may exceed the individual/overall limits specified under Section 197 and Schedule V of the Act.

1. Basic Salary	<p>For 2024 -2025: Up to INR 29,05,770/- (Indian Rupees Twenty-Nine Lakhs Five Thousand Seven Hundred and Seventy only).</p> <p>For 2025-2026: Up to INR 31,07,553/- (Indian Rupees Thirty-One Lakhs Seven Thousand Five Hundred and Fifty-Three only).</p> <p>For 2026-2027: Up to INR 33,25,082/- (Indian Rupees Thirty-Three Lakhs Twenty-Five Thousand and Eighty-Two only).</p>
2. Perquisites and Allowances	<p>(Indicative List)</p> <ol style="list-style-type: none">1. Fully furnished rent-free accommodation/ House.2. Medical Reimbursement - Reimbursement of actual medical expenses incurred in India and/or abroad including hospitalization, nursing home and surgical charges for self and family.3. Leave Travel Assistance - Once a year for self & family as per rules of the Company.4. Insurance - Payment of Insurance Premium for Life insurance, Group Insurance, Personal Accident Insurance for such amount as may be considered appropriate by the Board.5. Club fees - Membership fee of such clubs as may be considered appropriate including admission and life membership fee.



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	<p>6. Contribution to Provident Fund, Superannuation Fund or Annuity Fund - As per rules of the Company.</p> <p>7. Gratuity - Upto half a month's salary for each completed year of service.</p> <p>8. Leave encashment - As per rules of the Company but not exceeding one month's leave for every 11 months of service</p> <p>9. Conveyance - The Company shall provide one fully insured car with driver and reimbursement of the operational expenses.</p> <p>10. Telephone, Telefax and other communication facilities.</p> <p>11. Security- The Company shall provide for round the clock security at the Director's residence.</p> <p>12. Pension- The appointee or his nominees shall be entitled to receive 50% of the last drawn salary as pension in case of superannuation or in case of death during the tenure of appointment.</p>
3. Other terms	<p>1. The Director shall not be paid any sitting fee for attending the meetings of the board of directors or Committees thereof.</p> <p>2. The Director shall not become interested or otherwise concerned directly or through his relative(s) in any selling agency of the company without the prior approval of the Central Government.</p>

RESOLVED FURTHER THAT all other existing terms and conditions of appointment and remuneration shall remain unchanged unless otherwise modified by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to vary the terms and conditions of the appointment of Ms. Shashi Jain, including her remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the directors or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary for obtaining necessary approvals in relation to the above and to execute all such documents, instruments and writings as may be required in this connection and to delegate all or any of its powers herein conferred to any other officer(s) of the Company."





8. APPOINTMENT OF MR. RAMASWAMY PARTHASARATHY AS AN INDEPENDENT DIRECTOR

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 161(1), 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable provisions, section, rules, if any, of the Companies Act, 2013 (including any statutory modification (s) or re- enactment thereof, for the time being in force), Mr. Ramaswamy Parthasarathy (DIN: 02354224) who was appointed as an Additional Director (Non- Executive and Independent) on the Board of the Company with effect from January 08, 2025 and who holds the office upto the date of this Annual General Meeting of the Company in terms of provisions of Section 161(1) of the Companies Act, 2013, be and is hereby appointed as an Independent Director to hold office for a term upto three consecutive years from the date of appointment as Independent Director.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Director and Company Secretary of the Company, be and are hereby severally authorized to verify, certify, authenticate, sign, execute and/ or file forms, applications, documents, agreements, papers, declaration, certificates and/ or other papers and provide certified copies of this resolution and do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns including making appropriate entries in the register of directors of the Company and filing of necessary e-form(s) which are required to be filed with the concerned Registrar of Companies in this regard.

RESOLVED FURTHER THAT Directors and/or Company Secretary of the Company, be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

9. APPOINTMENT OF MR. ASHUTOSH GUPTA AS AN INDEPENDENT DIRECTOR

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 161(1), 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable provisions, section, rules, if any, of the Companies Act, 2013 (including any statutory modification (s) or re- enactment thereof, for the time being in force), Mr. Ashutosh Gupta (DIN: 06413606) who was appointed as an Additional Director (Non- Executive and Independent) on the Board of the Company with effect from January 08, 2025 who holds the office upto the date of this



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Annual General Meeting of the Company in terms of provisions of Section 161(1) of the Companies Act, 2013, be and is hereby appointed as an Independent Director to hold office for a term upto three consecutive years from the date of appointment as Independent Director.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Director and Company Secretary of the Company, be and are hereby severally authorized to verify, certify, authenticate, sign, execute and/ or file forms, applications, documents, agreements, papers, declaration, certificates and/ or other papers and provide certified copies of this resolution and do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns including making appropriate entries in the register of directors of the Company and filing of necessary e-form(s) which are required to be filed with the concerned Registrar of Companies in this regard.

RESOLVED FURTHER THAT Directors and/or Company Secretary of the Company, be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

10. APPROVAL TO ISSUE FULLY PAID UP, UNLISTED, SECURED, REDEEMABLE NON-CONVERTIBLE DEBENTURES (DEBENTURES) FOR AN AMOUNT OF UPTO INR 100,00,00,000/- (INDIAN RUPEES ONE HUNDRED CRORES ONLY) IN ONE OR MORE TRANCHES

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

“**RESOLVED THAT** pursuant to the provisions of Sections 42, and 71 of the Companies Act, 2013 (including any statutory modifications(s) or re-enactment(s) thereof, for the time being in force) read with and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014, as amended from time to time, and all other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any amendment, modifications, variation or re-enactment thereof, for the time being in force), the approval of the members be and is hereby accorded to the proposed issuance of the offer letter in Form PAS-4 inviting such investors as may be identified by the Board from time to time.

RESOLVED FURTHER THAT the following terms and conditions of the issuance of Debentures be and are hereby approved: -





Sl. No.	Term	Particulars
1.	Debenture Principal Amount	Upto INR 100,00,00,000/- (Indian Rupees One Hundred Crores Only) through the issue of fully paid, unrated, unlisted, secured, redeemable Non-Convertible Debentures ("NCDs") in one or more tranches by the subscriber.
2.	Purpose	Purchase of identifies fixed assets and such other purpose as mutually agreed between the parties.
3.	Tenor	Upto 12 (Twelve) months and 1 (One) day from the date of allotment.
4.	Security	<ul style="list-style-type: none"> • First Ranking, exclusive, current and continuing Charge over the Hypothecated Assets i.e. Fixed Assets that provide a security cover of 1.2x (One Point Two Zero Times) the secured obligations. • Interest service reserve for 3 months in the form of a fixed deposit with a commercial bank. • Post dated cheques issued by the Company in favor of Debenture Trustee. • Demand promissory note and letter of continuity in favor of the Debenture Trustee.
5.	Others	All other terms will be prescribed in the Debenture Trust Deed, Deed of Hypothecation and other related agreements/ documents executed.

RESOLVED FURTHER THAT pursuant to the section 42 of the Companies Act, 2013 read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, the draft of the private placement offer letter in the Form PAS-4 tabled before the meeting and initialed by Chairman for the purpose of identification, be and is hereby approved by the Board.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby authorized to issue the private placement offer letter in Form PAS-4 along with the share application form to the proposed investors.

RESOLVED FURTHER THAT any one of the directors and/or the company secretary be and is hereby severally authorised to issue the offer letter and maintain a complete record of private placement offer in Form PAS-5 in accordance with the Companies (Prospectus and Allotment of Securities) Rules, 2014.

RESOLVED FURTHER THAT the entire subscription monies shall be received by the Company from the investors at the time of subscription into a separate designated account opened for this purpose.



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RESOLVED FURTHER THAT the Company shall not utilize the proceeds of the offer until filing of e-Form PAS-3 with the Registrar of Companies.

RESOLVED FURTHER THAT any one of the directors and/or the company secretary of the Company, be and is hereby severally authorized to obtain any statutory approvals or filing of any documents or information with any authorities, in compliance with the provisions of the Companies Act, 2013 and the rules framed thereunder (as may be applicable), or any statutory modifications thereof for the time being in force or of any other statute, legislation or enactment or any rule or regulation and to sign such deeds, documents, forms, declarations or other papers that may be required in this regard, including without limitation, filing of Form FC-GPR with the authorized dealer bank / Reserve Bank of India and to do all such acts, deeds, things, matters as in their absolute discretion, they may consider necessary, expedient or desirable, and to settle any question or doubt that may arise in relation thereto, while giving effect to the resolution.

RESOLVED FURTHER THAT any one of the Directors and/or the Company Secretary of the Company is hereby severally authorized to issue and deliver the certified true copies of this resolution, if required.”

Place: New Delhi
Date: 05 February 2025

On the Behalf of the Board of Directors
B9 Beverages Limited
(Formerly known as B9 Beverages
Private Limited)



Varun Kwatra
Company Secretary
PAN: AXQPK8109B
Address C-43, Sector 52, Noida,
U. P. – 201301, India



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Notes:

1. In view of the COVID-19 pandemic, the Ministry of Corporate Affairs, Government of India ("MCA") issued General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 14th December 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024 respectively, ("MCA Circulars") allowing, inter-alia, conduct of AGMs through Video Conferencing/Other Audio-Visual Means ("VC / OAVM") facility on or before 30th September, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. In compliance with these Circulars and provisions of the Companies Act, 2013, the 12th AGM of the Company is being conducted through VC / OAVM facility, which does not require physical presence of Members at a common venue. The deemed venue for the 12th AGM shall be the Corporate Office of the Company.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and above mentioned MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. The notice of AGM is being sent to those members whose name will appear in the register of members as on Friday 31 January 2025.



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6. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.bira91.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
8. Members who have not registered their e-mail address so far are requested to register their e-mail address with the Company/DPs/RTA to receive all communication including Annual Report, Notices, Circular etc. from the Company electronically.
9. In the case of Joint holders, the Members whose name appears as the first holder in the order or names as per the Register of Members of the Company will be entitled to vote at the AGM.
10. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022.
11. Explanatory Statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the Meeting is annexed herewith.
12. The Register of Directors and Key Managerial Personnel and their shareholder maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to secretarial@bira91.com

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- Step 1** :Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.



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Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Tuesday, 25 February 2025 from 09:00 A.M. IST and ends on Thursday, 27 February 2025 at 05:00 P.M. IST During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. on Friday, 21 February 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

(iii)

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.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





	<ol style="list-style-type: none"> 3) Your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 4) 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. 5) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the 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 with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-



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	Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID



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- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the B9 Beverages Limited on which you choose to vote.



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- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians for Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer on their e mail id: scrutinizermcalegal@gmail.com and to the Company at the email address viz;



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secretarial@bira91.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING THE MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.



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10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

GENERAL INSTRUCTIONS:

- i. The remote e-voting period begins from Tuesday, 25 February 2025 from 09: 00 A.M. IST and ends on Thursday, 27 February 2025 at 05:00 P.M IST, during this period, the members of the Company, holding shares either in physical form or in demat form, as on the cut-off date i.e. Friday 21 February 2025 may cast their vote electronically. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- ii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- iii. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.



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- iv. The Company has appointed Mr. Mohit Chaurasia, Advocate, from M/s Mohit Chaurasia & Associates, Corporate and Legal Advisors (Membership No. D/1136/10), located at 2nd Floor, Manish Chambers, LSC, Mayur Vihar, Phase-II, New Delhi - 110091 as the Scrutinizer for the voting process (both for remote e-voting process, voting by electronic mode at the AGM through VC / OAVM, at the 12th Annual General Meeting) in a fair and transparent manner. The Scrutinizer shall, within a period not exceeding 48 hours from the conclusion of the 12th Annual General Meeting, make a Scrutinizer's Report of the votes cast in favour or against, if any, and also the valid and invalid votes, forward to the Chairman of the Company or the person authorized by him in writing, who shall counter sign the same and declare the result of the voting forthwith.
- v. Subject to the receipt of sufficient votes, the resolution shall be deemed to be passed at the 12th Annual General Meeting of the Company scheduled to be held on Friday, 28th February 2025 at 2:30 p.m. IST. through Video Conferencing/Audio Visual Mode. At the said 12th Annual General Meeting, the Chairman shall declare the results of remote e-voting on the resolutions set out in the Notice. The results declared along with the Scrutinizer's Report shall be placed on the Company's website i.e. www.bira91.com and on the website of Skyline Financial Services Private Limited, www.skylinerta.com immediately after the declarations of results by the chairman or a person authorized by him in writing.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ('the Act')

Item No. 02

Upon conversion to Public Company w.e.f December 19, 2022, pursuant to the Section 197 read with Schedule V (Part II) of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company was required to pay the remuneration to the directors after approval by the Board and Nomination and Remuneration Committee or by the shareholders, if required, as per the limit specified under the said Schedule. Since the remuneration to Mr. Ankur Jain, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024, was being paid without the required approvals, the said remuneration is now required to be validated in terms of aforesaid provisions read with section 197(9) & (10) of the Act.

The table below shows the total remuneration paid to Mr. Ankur Jain, Managing Director of the Company, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024:

(AMOUNT IN INR)

Remuneration Period	Salary & Perquisites paid
01 February 2023 to 31 March 2023	INR 46,58,076 (Indian Rupees Forty-Six Lakhs Fifty-Eight Thousand and Seventy-Six Only)
01 April 2023 to 31 March 2024	INR 3,08,14,155 (Indian Rupees Three Crores Eight



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	Lakhs Fourteen Thousand One Hundred Fifty-Five Only)
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Considering the contribution of Mr. Ankur Jain towards the growth of the Company, it is apt and justifiable to waive of the recovery of the remuneration paid.

The information as required to be disclosed as per the provisions of Sections 196 to 198 read with Schedule V and applicable Rules under the Companies Act is given in the Annexure -A to the Notice in regard to Mr. Ankur Jain.

The Company as on date is not in default in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor(s).

The Nomination and Remuneration Committee has reviewed the matter and after considering the responsibility which he is called upon to bear as Managing Director recommended the same to the Board of Directors for its approval at the meeting held 05 February 2025. The Board of Directors had accordingly approved the same at the meeting held on 05 February 2025.

Your directors recommend approval of the members, the special resolution, as set out at agenda item no. 02 of the Notice.

Except Mr. Ankur Jain, Promoter of the Company and Ms. Ankeeta Pawa and Mrs. Shashi Jain being relatives of Mr. Ankur Jain, none of the other Directors, Key Managerial Personnel of the Company or their relatives are financially or otherwise interested in this resolution.

Item No. 03

Upon conversion to Public Company w.e.f. December 19, 2022, pursuant to the Section 197 read with Schedule V (Part II) of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company was required to pay the remuneration to the directors after approval by the Board and Nomination and Remuneration Committee or by the shareholders, if required, as per the limit specified under the said Schedule. Since the remuneration to Ms. Ankeeta Pawa, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024, was being paid without the required approvals, the said remuneration is now required to be validated in terms of aforesaid provisions read with section 197(9) & (10) of the Act.

The table below shows the total remuneration paid to Ms. Ankeeta Pawa, Director of the Company, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024:

(AMOUNT IN INR)

Remuneration Period	Salary & Perquisites paid
01 February 2023 to 31 March 2023	INR 3,10,120 (Indian Rupees Three Lakhs Ten Thousand One Hundred And Twenty Only)
01 April 2023 to 31 March 2024	INR 45,66,570 (Indian Rupees Forty-Five Lakhs Sixty-Six Thousand Five Hundred and Seventy Only)



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Considering the contribution of Ms. Ankeeta Pawa towards the growth of the Company, it is apt and justifiable to waive of the recovery of the remuneration paid.

The information as required to be disclosed as per the provisions of Sections 196 to 198 read with Schedule V and applicable Rules under the Companies Act is given in the Annexure -B to the Notice in regard to Ms Ankeeta Pawa.

The Company as on date is not in default in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor(s).

The Nomination and Remuneration Committee has reviewed the matter and after considering the responsibility which he is called upon to bear as Managing Director recommended the same to the Board of Directors for its approval at the meeting held on 05 February 2025. The Board of Directors had accordingly approved the same at the meeting held on 05 February 2025

Your Directors recommend approval of the members, the special resolution, as set out at agenda item no. 03 of the Notice.

Except Ms. Ankeeta Pawa and Mr. Ankur Jain and Mrs. Shashi Jain being relatives of Ms. Ankeeta Pawa, none of the other Directors, Key Managerial Personnel of the Company or their relatives are financially or otherwise interested in this resolution.

Item No. 04

Upon conversion to Public Company w.e.f December 19, 2022, pursuant to the Section 197 read with Schedule V (Part II) of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company was required to pay the remuneration to the directors after approval by the Board and Nomination and Remuneration Committee or by the shareholders, if required, as per the limit specified under the said Schedule. Since, the remuneration to Ms. Shashi Jain, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March 2024, was being paid without the required approvals, the said remuneration is now required to be validated in terms of aforesaid provisions read with section 197(9) & (10) of the Act.

The table below shows the total remuneration paid to Ms. Shashi Jain, Director of the Company, during the period commencing from 01 February 2023 to 31 March 2023 and 01 April 2023 to 31 March:

(AMOUNT IN INR)

Remuneration Period	Salary & Perquisites paid
01 February 2023 to 31 March 2023	6,18,794
01 April 2023 to 31 March 2024	22,38,000

Considering the contribution of Ms. Shashi Jain towards the growth of the Company, it is apt and justifiable to waive of the recovery of the remuneration paid.



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The information as required to be disclosed as per the provisions of Sections 196 to 198 read with Schedule V and applicable Rules under the Companies Act is given in the Annexure -C to the Notice in regard to Ms. Shashi Jain.

The Company as on date is not in default in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor(s).

The Nomination and Remuneration Committee has reviewed the matter and after considering the responsibility which he is called upon to bear as Managing Director recommended the same to the Board of Directors for its approval at the meeting held on 05 February 2025. The Board of Directors had accordingly approved the same at the meeting held on 05 February 2025.

Your Directors recommend approval of the members, the special resolution, as set out at agenda item no. 04 of the Notice.

Except Ms. Shashi Jain, Promoter of the Company and Mr. Ankur Jain and Ms. Ankeeta Pawa being relatives of Ms. Shashi Jain none of the Directors, Key Managerial Personnel of the Company or their relatives are financially or otherwise interested in this resolution.

Item No. 05

Pursuant to the provisions of Section 197, 198, 200, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) as applicable to the Company post conversion into Public Company, the company is required to pay the remuneration to managing director as per the limit specified under the section.

However, the Company proposes to pay the remuneration over and above the limits prescribed under Schedule V of the Companies Act, 2013 to the Managing director of the Company i.e. Mr. Ankur Jain for the financial years 2024-25, 2025-26, 2026-27 for his Extra-Ordinary efforts towards the growth of Company.

The Nomination and Remuneration Committee has reviewed the matters and after considering the nature of service required from him and the responsibility which he is called upon to bear as Managing Director recommended the same to the Board of Directors for its approval. The Board of Directors have accordingly approved the same at the meeting held 05 February 2025

The information as required to be disclosed as per the provisions of Sections 196 to 198 read with Schedule V and applicable Rules under the Companies Act is given in the **Annexure -A** to the Notice in regards to Mr. Ankur Jain.

The Company as on date is not in default in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor(s).



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Your Directors recommend approval of the members, the special resolution, as set out at agenda item no. 05 of the Notice.

Except Mr. Ankur Jain, Promoter of the Company and Ms. Ankeeta Pawa and Mrs. Shashi Jain being relatives of Mr. Ankur Jain, none of the other Directors, Key Managerial Personnel of the Company or their relatives are financially or otherwise interested in this resolution.

Item No. 06

Pursuant to the provisions of Section 197, 198, 200, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) as applicable to the Company post conversion into Public Company, the company is required to pay the remuneration to directors as per the limit specified under the section.

However, the Company proposes to pay the remuneration over and above the limits prescribed under Schedule V of the Companies Act, 2013 to the director of the Company i.e. Ms. Ankeeta Pawa for the financial years 2024-25, 2025-26, 2026-27 for her Extra-Ordinary efforts towards the growth of Company.

The Nomination and Remuneration Committee has reviewed the matters and after considering the nature of service required from him and the responsibility which he is called upon to bear as Director recommended the same to the Board of Directors for its approval. The Board of Directors have accordingly approved the same at the meeting held 05 February 2025.

The information as required to be disclosed as per the provisions of Sections 196 to 198 read with Schedule V and applicable Rules under the Companies Act is given in the **Annexure -B** to the Notice in regards to Ms. Ankeeta Pawa.

The Company as on date is not in default in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor(s).

Your Directors recommend approval of the members, the special resolution, as set out at agenda item no. 06 of the Notice.

Except Ms. Ankeeta Pawa and Ms. Ankur Jain and Mrs. Shashi Jain being relatives of Ms. Ankeeta Pawa, none of the other Directors, Key Managerial Personnel of the Company or their relatives are financially or otherwise interested in this resolution.

Item No. 07

Pursuant to the provisions of Section 197, 198, 200, Schedule V and other applicable provisions of the Companies Act, 2013 ('Act') and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) as applicable to the Company post conversion into Public Company, the company is required to pay the



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remuneration to directors as per the limit specified under the section.

However, the Company proposes to pay the remuneration over and above the limits prescribed under Schedule V of the Companies Act, 2013 to the director of the Company i.e. Ms. Shashi Jain for the financial years 2024-25, 2025-26, 2026-27 for her Extra-Ordinary efforts towards the growth of Company.

The Nomination and Remuneration Committee has reviewed the matters and after considering the nature of service required from him and the responsibility which he is called upon to bear as Director recommended the same to the Board of Directors for its approval. The Board of Directors have accordingly approved the same at the meeting held 05 February 2025.

The information as required to be disclosed as per the provisions of Sections 196 to 198 read with Schedule V and applicable Rules under the Companies Act is given in the **Annexure -C** to the Notice in regards to Ms. Shashi Jain.

The Company as on date is not in default in payment of dues to any bank or public financial institution or no-convertible debenture holders or other secured creditor(s).

Your Directors recommend approval of the members, the special resolution, as set out at agenda item no. 07 of the Notice.

Except Ms. Shashi Jain, Promoter of the Company and Mr. Ankur Jain and Ms. Ankeeta Pawa being relatives of Ms. Shashi Jain none of the Directors, Key Managerial Personnel of the Company or their relatives are financially or otherwise interested in this resolution.

Disclosure as required under Secretarial Standard-2 is given in the **Annexure - D** to the Notice.

Item No. 08

Mr. Ramaswamy Parthasarathy (DIN: 02354224), was appointed as an Additional Director (Non-Executive and Independent) of the Company by a resolution passed by the Board through circulation on January 08, 2025 under Section 161(1) of the Companies Act, 2013 ("**Act**"). In terms of Section 161(1) of the Act, Mr. Ramaswamy Parthasarathy will hold office only upto the date of the ensuing Annual General Meeting.

Given his background and vast experience, his association would be very beneficial to the Company and accordingly, in terms of the requirements of the provisions of the Act, approval of the members of the Company is required for the regularization of Mr. Ramaswamy Parthasarathy as Director (Non-Executive and Independent) of the Company.

The details of Mr. Ramaswamy Parthasarathy in accordance with para 1.2.5 of the Secretarial Standard on General Meetings (SS 2) is mentioned herein below:





Name of the Director	Mr. Ramaswamy Parthasarathy
Directors Identification Number (DIN)	02354224
Date of Birth (Age in years)	29-05-1966
Original date of appointment	January 08, 2025
Qualifications	Chartered Accountant from Institute of Chartered Accountant of India
Experience and expertise in specific functional area	He is seasoned finance professional, and ex CFO of Orange Retail Finance, Akshaya, and Shriram City Union Finance Ltd. (a leading NBFC). Founder of Chanakya Finserv - a financial services and advisory firm. Currently, Independent Director on the board of RAR Fincare and Velicham Finance (both RBI approved NBFC).
Chairmanship/Membership of the Committee of the Company	Chairman & Member- Audit Committee and Nomination and Remuneration Committee
Remuneration Last Drawn	Nil
Number of Meetings of Board attended during the year	Nil
Shareholding in the Company	Nil
Relationship with other Directors / KMPs	Nil
Terms and conditions of appointment and remuneration	Subject to the approval of the Members of the Company, the term of appointment of Independent Directors is for a period of 3 consecutive years from the date of their being appointed or designated as such on the Board of the Company. Independent Directors will be eligible to be re-appointed for a further period of 3 consecutive years, after the completion of their tenure of first 3 years, subject to Board approval, and the passing of a Special Resolution by Shareholders and sitting fees will be paid for attending meeting.
Directorships held in other companies in India	1. CFS Consulting Private Limited- Director 2. Rar Fincare Limited-Independent Director 3. Velicham Finance Private Limited- Independent Director

The Board of Directors of the Company, therefore, recommends his appointment for a term of three consecutive years from the date of appointment as Independent Director and submits resolution no. 8 for your consideration and recommends it to be passed as a special resolution.

None of the Directors / Key Managerial Persons of the Company including their relatives are



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concerned or interested, either directly or indirectly, financially, or otherwise, in the aforesaid resolution(s).

The Board recommends the resolution as set out in item no. 08 of the Notice for approval by the members.

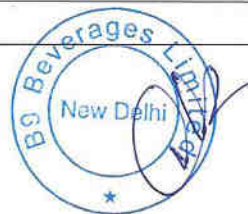
Item No. 09

Mr. Ashutosh Gupta (DIN: 06413606), was appointed as an Additional Director (Non-Executive and Independent) of the Company by a resolution passed by the Board through circulation on January 08, 2025 under Section 161(1) of the Companies Act, 2013 (“Act”). In terms of Section 161(1) of the Act, Mr. Ashutosh Gupta will hold office only upto the date of the ensuing Annual General Meeting.

Given his background and vast experience, his association would be very beneficial to the Company and accordingly, in terms of the requirements of the provisions of the Act, approval of the members of the Company is required for the regularization of Mr. Ashutosh Gupta as Director (Non-Executive and Independent) of the Company.

The details of Mr. Ashutosh Gupta in accordance with para 1.2.5 of the Secretarial Standard on General Meetings (SS 2) is mentioned herein below:

Name of the Director	Mr. Ashutosh Gupta
Directors Identification Number (DIN)	06413606
Date of Birth (Age in years)	19 May 1985
Original date of appointment	January 08, 2025
Qualifications	Company Secretary and LLM
Experience and expertise in specific functional area	He is a partner of Indo Legal with experience in corporate litigation, M&A and other areas. He has been an active legal advisor to several large businesses in India including Vatika Group, Fab India, Sistema Shyam Group, Apollo (listed), Havells (listed). He is an experienced legal professional with significant on-ground expertise in areas relevant to the Company and currently a member of the Bar association at the Supreme Court of India
Chairmanship/Membership of the Committee of the Company	Audit Committee Nomination and Remuneration Committee
Remuneration Last Drawn	Nil
Number of Meetings of Board attended during the year	Nil
Shareholding in the Company	Nil
Relationship with other Directors /	Nil



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KMPs	
Terms and conditions of appointment and remuneration	Subject to the approval of the Members of the Company, the term of appointment of Independent Directors is for a period of 3 consecutive years from the date of their being appointed or designated as such on the Board of the Company. Independent Directors will be eligible to be re-appointed for a further period of 3 consecutive years, after the completion of their tenure of first 3 years, subject to Board approval, and the passing of a Special Resolution by Shareholders.
Directorships held in other companies in India	NIL

The Board of Directors of the Company, therefore, recommends his appointment for a term of three consecutive years from the date of appointment as Independent Director and submits resolution no. 9 for your consideration and recommends it to be passed as a special resolution.

None of the Directors / Key Managerial Persons of the Company including their relatives are concerned or interested, either directly or indirectly, financially, or otherwise, in the aforesaid resolution(s).

The Board recommends the resolution as set out in item no. 09 of the Notice for approval by the members.

Item No. 10

In order for the Company to raise debt for purchase of fixed assets for the Company and for other purposes as mutually agreed, the Company is planning to make a private placement of up to 10,000 (Ten Thousand) fully paid, secured, unrated, unlisted, taxable, redeemable, non-convertible debentures having a face value of INR 1,00,000/- (Indian Rupees One Lakh Only) each, for cash, at par, amounting up to INR 100,00,00,000/- (Indian Rupees One Hundred Crores Only), in one or more tranches, in the dematerialised form, (the "**Debentures**"), to such investors as may be identified by the Board from time to time and that the Company will have to appoint a debenture trustee and other relevant intermediaries and counsels for the issue of such Debentures.

The following securities are proposed to be created in favour of the Debenture Trustee in relation to the issuance of the Debentures for the purpose of securing the principal amount along with the coupon thereon:

- First Ranking, exclusive, current and continuing Charge over the Hypothecated Assets i.e. Fixed Assets that provides a security cover of 1.2x (One Point Two Zero Times) the Secured Obligations.
- Interest service reserve for 3 months in the form of a fixed deposit with a commercial bank.
- Post dated cheques issued by the Company in favor of Debenture Trustee.



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- Demand promissory note and letter of continuity issued in favour of the Debenture Trustee.

As per Section 42 of the Companies Act, 2013, read with the Companies (Prospectus and Allotment) Rules framed there under, a company offering or making an invitation to subscribe to securities, on a private placement basis, is required to obtain the prior approval of the shareholders by way of a special resolution, for each of the offers and invitations.

A draft of the offer letter in the prescribed Form PAS-4 along with the application forms proposed to be circulated to such investors as may be identified by the Board from time to time is enclosed to this notice.

The concern or interest, financial or otherwise in respect of agenda No. 10 under Special Business of:

- | | | |
|------|--|--------|
| i. | Director and Manager | - None |
| ii. | Every other Key Managerial Personnel | - None |
| iii. | Relatives of persons mentioned in (i) and (ii) | - None |

Approval of the shareholders is being sought as required in terms of Section 23, 42 & 62 (1) (c) of the Companies Act, 2013, by way of Special Resolution.

Your directors recommend the resolution in item No. 10, as special resolution for your approval.

The documents related to aforesaid resolution will be available for inspection at the registered office of the Company between the day of notice and Meeting during business hours.

None of the Directors or Manager or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the proposed resolution.

Place: New Delhi
Date: 05 February 2025

On the Behalf of the Board of Directors
B9 Beverages Limited
(Formerly known as B9 Beverages Private Limited)



Varun Kwatra
Company Secretary
PAN: AXQPK8109B
Address C-43, Sector 52, Noida,
U. P. – 201301, India



Annexure-A

DISCLOSURE AS PER THE PROVISIONS OF PART II SECTION II (B) (IV) OF SCHEDULE V OF THE COMPANIES ACT, 2013 IN RESPECT TO ITEM NO 1 & 4:

I. General Information:

1. Nature of industry: **Food and Beverages**
2. Date or expected date of commencement of commercial production: **Existing Company, already commenced its operations from October 2015**
3. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: **Not applicable**
4. Financial performance based on given indicators:

PARTICULARS	Audited Figures for 12 months period ended 2022	Audited Figures for 12 months period ended 2023 (INR Millions)	Audited Figures for 12 months period ended 2024 (INR Millions)
Revenue from operations	7177.71	8101.28	5547.98
other income	159.88	364.37	452.80
Sub-total	7337.59	8465.65	6000.77
Expenses	8896.53	10223.69	9656.23
Profit before interest, depreciation, amortization and taxes (EBITDA)	(1558.94)	(1758.04)	(3655.46)
Profit/(Loss) before Tax	(3350.71)	(3914.90)	(6435.34)
Profit/(Loss) After Tax	(3350.71)	(3914.90)	(6437.34)

5. Foreign investments or collaborations (In millions)
March 2024: 2775.99
March 2023: 2444.30
March 2022: 547.08

II. Information about the appointee, Mr. Ankur Jain:

- (1) Background details: **Mr. Ankur Jain is the founder and Managing Director of the Company.**
- (2) Past remuneration: **19,708,839 (April 2022 to January 2023)**
- (3) Recognition or awards:
 - Fortune India 40 Under 40" in 2016
 - Young Global Leader by the World Economic Forum in 2017



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- 30 under 30 list by Forbes

(4) Job profile and his suitability: **Mr. Ankur Jain, Managing Director, has been looking after the overall affairs and operations of the Company under the supervision and control of the Board of Directors. The Company has made enormous progress under the stewardship of Mr. Ankur Jain, who has the vast management experience to handle the diverse nature of businesses of the Company and the vision to take the business forward. He has been instrumental in taking various strategic and key decisions which strengthened and broadened the area of operations of the Company and eventually brightened the future growth prospects of the Company.**

(5) Remuneration proposed: **As stated in Resolution No. 5 of the Notice.**

(6) 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): **Remuneration as proposed of Mr. Ankur Jain is comparable to that drawn by the peers in the similar capacity in the similar industry and is commensurate with the size of the Company and diverse nature of its businesses**

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel [or other director], if any: **Mr. Ankur Jain is the Promoter and Managing Director of the Company, related with the Directors, Ms. Ankeeta Pawa and Ms. Shashi Jain and holds around 6.72% of the total capital of the Company.**

III. Other information:

(1) Reasons of loss or inadequate profits: **The Company suffered loss largely on account of unprecedented rise in material cost, current economic situation, weak demand, supply chain issues etc.**

(2) Steps taken or proposed to be taken for improvement: **Continuous efforts are being made to increase the Company's presence in the existing markets and explore the new markets. Continuous efforts are also made for improvement of the product mix increasing thereby product yield and profits.**

(3) Expected increase in productivity and profits in measurable terms: **Economic revival is expected. The results of the above initiatives are expected to improve Company's performance and profitability.**

IV. Disclosures:

1. The shareholders of the Company shall be informed of the remuneration package of the managerial person: **Details furnished in the resolution.**
2. Other Disclosures: Not Applicable





Annexure-B

DISCLOSURE AS PER THE PROVISIONS OF PART II SECTION II (B) (IV) OF SCHEDULE V OF THE COMPANIES ACT, 2013 IN RESPECT TO ITEM NO 2 & 5:

I. General Information:

1. Nature of industry: **Food and Beverages**
2. Date or expected date of commencement of commercial production: **Existing Company, already commenced from October 2015**
3. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: **Not applicable**
4. Financial performance based on given indicators:

PARTICULARS	Audited Figures for 12 months period ended 2022	Audited Figures for 12 months period ended 2023 (INR Millions)	Audited Figures for 12 months period ended 2024 (INR Millions)
Revenue from operations	7177.71	8101.28	5547.98
other income	159.88	364.37	452.80
Sub-total	7337.59	8465.65	6000.77
Expenses	8896.53	10223.69	9656.23
Profit before interest, depreciation, amortization and taxes (EBITDA)	(1558.94)	(1758.04)	(3655.46)
Profit/(Loss) before Tax	(3350.71)	(3914.90)	(6437.34)
Profit/(Loss) After Tax	(3350.71)	(3914.90)	(6437.34)

5. Foreign investments or collaborations (in millions):
March 2024: 2775.99
March 2023: 2444.30
March 2022: 547.08

II. Information about the appointee:

- (1) Background details: **Ms. Ankeeta Pawa Deputy General Manager, Product and Growth Department of the Company.**
- (2) Past remuneration: **INR 1,538,266 (April 2022 to January 2023)**



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(3) Recognition or awards: **None**

(4) Job profile and his suitability: **Ms. Ankeeta Pawa Deputy General Manager, Product and Growth Department of the Company. The Company has substantially benefited by her professional knowledge and expertise and has made enormous progress.**

(5) Remuneration proposed: **As stated in Resolution No. 6 of the Notice.**

(6) 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): **Remuneration as proposed of Ms. Ankeeta Pawa is comparable to that drawn by the peers in the similar capacity in the similar industry and is commensurate with the size of the Company and diverse nature of its businesses**

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel [or other director], if any: **Ms. Ankeeta Pawa is the Deputy General Manager- Product and Growth of the Company. Ms. Ankeeta Pawa is related with other directors of the Company i.e. Mr. Ankur Jain and Mrs. Shashi Jain and holding around 0.02% of the total capital of the Company.**

III. Other information:

(1) Reasons of loss or inadequate profits: **The Company suffered loss largely on account of unprecedented rise in material cost, current economic situation, weak demand, supply chain issues etc.**

(2) Steps taken or proposed to be taken for improvement: **Continuous efforts are being made to increase the Company's presence in the existing markets and explore the new markets. Continuous efforts are also made on the improvement of the product mix increasing thereby product yield and profits.**

(3) Expected increase in productivity and profits in measurable terms: **Economic revival is expected. The results of the above initiatives are expected to improve Company's performance and profitability.**

IV. Disclosures:

3. The shareholders of the Company shall be informed of the remuneration package of the managerial person: **Details furnished in the resolution.**

4. Other Disclosures: **Not Applicable**





Annexure-C

DISCLOSURE AS PER THE PROVISIONS OF PART II SECTION II (B) (IV) OF SCHEDULE V OF THE COMPANIES ACT, 2013 IN RESPECT TO ITEM NO 3 & 6:

I. General Information:

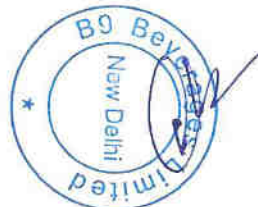
1. Nature of industry: Food and Beverages
2. Date or expected date of commencement of commercial production: **Existing Company, already commenced from the year 2015**
3. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus : Not applicable
4. Financial performance based on given indicators:

PARTICULARS	Audited Figures for 12 months period ended 2022	Audited Figures for 12 months period ended 2023 (INR Millions)	Audited Figures for 12 months period ended 2024 (INR Millions)
Revenue from operations	7177.71	8101.28	5547.98
other income	159.88	364.37	452.80
Sub-total	7337.59	8465.65	6000.77
Expenses	8896.53	10223.69	9656.23
Profit before interest, depreciation, amortization and taxes (EBITDA)	(1558.94)	(1758.04)	(3655.46)
Profit/(Loss) before Tax	(3350.71)	(3914.90)	(6437.34)
Profit/(Loss) After Tax	(3350.71)	(3914.90)	(6437.34)

5. Foreign investments or collaborations (in millions):
March 2024: 2775.99
March 2023: 2444.30
March 2022: 547.08

II. Information about the appointee:

- (1) Background details: She is Director of the Company Since 10 Years
- (2) Past remuneration: **INR 1,228,170 (April 2022 to January 2023)**
- (3) Recognition or awards: **None**



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(4) Job profile and his suitability: **Ms. Shashi Jain, Director of the Company. The Company has been substantially benefited by her professional knowledge and expertise and has made enormous progress.**

(5) Remuneration proposed: **As stated in Resolution No. 7 of the Notice.**

(6) 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): **Remuneration as proposed of Ms. Shashi Jain is comparable to that drawn by the peers in the similar capacity in the similar industry and is commensurate with the size of the Company and diverse nature of its businesses**

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel [or other director], if any: **Mr. Shashi Jain is the Promoter and Director of the Company, related with the Directors, Ms. Ankeeta Pawa and Mr. Ankur Jain and holds around 3.08% of the total capital of the Company.**

III. Other information:

(1) Reasons of loss or inadequate profits: **The Company suffered loss largely on account of unprecedented rise in material cost, current economic situation, weak demand, supply chain issues etc.**

(2) Steps taken or proposed to be taken for improvement: **Continuous efforts are being made to increase the Company's presence in the existing markets and explore the new markets. Continuous efforts are also made on the improvement of the product mix increasing thereby product yield and profits.**

(3) Expected increase in productivity and profits in measurable terms: **Economic revival is expected. The results of the above initiatives are expected to improve Company's performance and profitability.**

IV. Disclosures:

1. The shareholders of the Company shall be informed of the remuneration package of the managerial person: **Details furnished in the resolution**
2. Other Disclosures: **Not Applicable.**





ANNEXURE-D

INFORMATION PURSUANT TO SECRETARIAL STANDARD 2 (1.2.5) ON THE RESOLUTIONS PROPOSED UNDER ITEM NO. 4, 5, 6 OF THIS NOTICE:

NAME OF DIRECTOR	MR. ANKUR JAIN	MS. ANKEETA PAWA	MS. SHASHI JAIN
Date of Birth (Age)	13.08.1980	30.10.1988	17.11.1950
Qualification	Computer Engineer	Post Graduate Marketing	Double M.A. Political Science- Public Administrator
Experience	20 Years	12 years	35 years
Terms And Conditions Of Appointment Or Re-Appointment Along With Details Of Remuneration Sought To Be Paid	<p>For 2024 -2025: Up to INR 45,248,000/- (Indian Rupees Four Crores Fifty-Two Lakhs Forty-eight Thousand only).</p> <p>For 2025-2026: Up to INR 47,962,880/- (Indian Four Crores Seventy-Nine Lakhs Sixty-Two Thousand Eight Hundred and Eighty only).</p> <p>For 2026-2027: - Up to INR 50,840,653/- (Indian Five Crores Eight Lakhs Forty Thousand Six Hundred and Fifty-Three only).</p>	<p>For 2024 -2025: Up to INR 49,24,724/- (Indian Rupees Forty-Nine Lakhs Twenty-Four Thousand Seven Hundred and Twenty-Four only).</p> <p>For 2025-2026: Up to INR 54,87,076/- (Indian Rupees Fifty-Four Lakhs Eighty-Seven Thousand and Seventy-Six only).</p> <p>For 2026-2027: Up to INR 63,54,753/- (Indian Rupees Sixty-Three Lakhs Fifty-Four Thousand Seven Hundred and Fifty-Three only).</p>	<p>For 2024 -2025: Up to INR 29,05,770/- (Indian Rupees Twenty-Nine Lakhs Five Thousand Seven Hundred and Seventy only).</p> <p>For 2025-2026: Up to INR 31,07,553/- (Indian Rupees Thirty-One Lakhs Seven Thousand Five Hundred and Fifty-Three only).</p> <p>For 2026-2027: Up to INR 33,25,082/- (Indian Rupees Thirty-Three Lakhs Twenty-Five Thousand and Eighty-Two only).</p>
Remuneration last drawn	For Period 01 February 2023 to 31 March 2023 INR	For Period 01 February 2023 to 31 March 2023 INR	For Period 01 February 2023 to 31 March 2023



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	46,58,076 (Indian Rupees Forty-Six Lakhs Fifty-Eight Thousand and Seventy-Six Only) For period 01 April 2023 to 31 March 2024 INR 3,08,14,155 (Indian Rupees Three Crores Eight Lakhs Fourteen Thousand One Hundred Fifty-Five Only)	3,10,120 (Indian Rupees Three Lakhs Ten Thousand One Hundred And Twenty Only) For period 01 April 2023 to 31 March 2024 INR 45,66,570 (Indian Rupees Forty-Five Lakhs Sixty-Six Thousand Five Hundred and Seventy Only)	INR 6,18,794 (Indian Rupees Six Lakhs Eighteen Thousand Seven Hundred and Ninety-Four Only) For period 01 April 2023 to 31 March 2024 INR 22,38,000 (Indian Rupees Twenty-Two Lakhs Thirty-Eight Thousand Only)
Date of Appointment on the Board	11/01/2017	30/09/2022	30/09/2015
Shareholding in the Company	6.72%	0.02%	3.08%
Relationship with Other Directors, Manager and KMP	Ms. Ankeeta Pawa, Spouse Ms. Shashi Jain, Mother	Mr. Ankur Jain, Spouse Ms. Shashi Jain, Mother in Law	Mr. Ankur Jain, Son Ms. Ankeeta Pawa, Daughter in Law
Number of Meetings attended during the year	21	19	18
Directorships in other Companies	<ul style="list-style-type: none"> • Cerana Beverages Private Limited • Pomelo Flavormaker Merchandise and Events Private Limited • Better AIR91 Foundation • DAY1 Advisors Private Limited • B9 Breweries Private Limited • Day1 Consultants Private Limited 	<ul style="list-style-type: none"> • Better Air91 Foundation 	<ul style="list-style-type: none"> • Cerana Beverages Private Limited • Day1 Consultants Private Limited
Membership/Chairmanship of committees of Other Boards	Not applicable	Not applicable	Not applicable



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