ADDENDUM TO THE NOTICE OF 43rd ANNUAL GENERAL MEETING

This Addendum is being issued by Pushkar Banijya Limited ("the Company") in continuation of Notice dated August 13, 2025, convening the 43rd Annual General Meeting ("AGM") of the members of the Company scheduled to be held on Friday, September 26, 2025 at 11:00 A.M. at Victoria Plaza, 5th Floor, 2A, Shakespeare Sarani Kolkata-700 071, West Bengal.

The same is being issued regarding changes in the Notice convening 43rd AGM and Explanatory Statement by inserting Item No. 8 as a Special Business dealing with the appointment of Secretarial Auditor of the Company.

This Addendum is to be read in conjunction with the AGM Notice dated August 13, 2025 and Annual Report for 2024-25 as available on the website of the Company and CSE Limited, where the shares of the Company are listed. The Notice of the AGM was dispatched to all the members of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

The members of the Company are requested to note the developments/ amendments with respect to and in connection with the AGM are as under:

AS SPECIAL BUSINESS:

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

"RESOLVED that pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Board of Directors of the Company, **Mr. Anuj Saraswat**, Practicing Company Secretary and Proprietor of M/s A Saraswat & Associates, a Peer Reviewed Firm, (Membership No -F10444, COP No. 13568) , be and is hereby appointed as Secretarial Auditor of the Company for a term of upto 5(Five) consecutive years, to hold office from the conclusion of this Annual General Meeting till the conclusion of 47th (Forty Seventh) AGM of the Company to be held in the calendar year 2030 for conducting secretarial audit for the period commencing from FY 2025-26 till FY 2029-30, on such terms and conditions, including remuneration as mentioned in the explanatory statement and as may be determined by the Board of Directors in such manner and to such extent as may be mutually agreed with the Secretarial Auditor."

"RESOLVED FURTHER that the Board of Directors and Key Managerial Personnel(s) of the Company be and are hereby severally authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

EXPLANATORY STATEMENT

(Pursuant To Section 102(1) and (2) Of the Companies Act, 2013)

Item to the Special Business

Item No. 4 To Approve Appointment of Secretarial Auditor:

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the Listing Regulations, every listed entity and its material Subsidiaries in India are required to conduct Secretarial Audit and annex the Secretarial Audit Report to its annual report.

Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with approval to be obtained at the Annual General Meeting.

Accordingly, the Board of Directors at its Meeting held on 13th August, 2025, have approved and recommended the appointment of **Mr. Anuj Saraswat**, Practising Company Secretary, as the Secretarial Auditor of the Company on the following terms and conditions:

a) **Term of appointment:** For a term of 5 (Five) consecutive years from the conclusion of this AGM till the conclusion of 47th (Forty Seventh) AGM to be held in the Year 2030 for conducting secretarial audit for a period commencing from FY 2025-26 till FY 2029-30.

b) **Proposed Fees:** Fees of Rs. 25,000/- for each financial year, plus applicable taxes and reimbursement of out-of-pocket expenses on actuals, in connection with the secretarial audit for FY 2025-26, with such revisions as may be mutually agreed between the Board and the Secretarial Auditors for subsequent years. The proposed fees are based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmark. Any additional fees for any further certifications and other professional services will be determined separately by the management.

c) **Basis of recommendations:** The recommendations are based on the fulfilment of the eligibility criteria and qualification prescribed under the Act & Rules made thereunder and Listing Regulations. While recommending appointment of **Mr. Anuj Saraswat,** the Board of Directors evaluated various factors, including the capability to handle a diverse and complex business environment, his industry standing, the clientele he serves, and his technical expertise. The Board also considered his experience, capability, independent assessment, and also the quality of audit work done in the past. Mr. Anuj Saraswat, PCS, was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

d) **Credentials: Mr Anuj Saraswat**, Practising Company Secretary, based in Kolkata, is recognized as one of the professional names in the field, having over 10 years of experience. He specializes in secretarial audits, corporate and SEBI law advisory, compliance, corporate restructuring. Mr. Anuj Saraswat, provides his services to various prominent companies and his expertise has earned the trust of industry leaders across all the sectors.

He has given consent to act as Secretarial Auditor of the Company and confirmed his appointment, if approved would be within the prescribed limits. He also confirmed that he is not disqualified from being appointed as Secretarial Auditor and has no conflict of interest. Accordingly, approval of the shareholders is sought for appointment of **Mr Anuj Saraswat,** as the Secretarial Auditor of the Company.

The Board of Directors of the Company recommends the Ordinary resolution set out at Item No. 8 of the Notice for approval of the Members.

None of the Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 04.09.2025

Pawan Kumar Chandak
Managing Director
DIN: 00584591