POSTAL BALLOT NOTICE

(Pursuant to Section 110 read with 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 each as amended and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.)

Dear Member(s),

Notice is hereby given pursuant to provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 and subsequent circulars issued in this regard the latest being General Circular No. 03/2025 dated 22nd September 2025 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), seeking approval of the shareholders of Sheetal Cool Products Limited (the Company) to the appended special business through Postal Ballot. The explanatory statement pertaining to the said resolution setting out the material facts and the reasons thereof is also annexed hereto.

In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "LODR Regulations") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the postal ballot notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s). The details of the procedure to cast the vote forms part of the 'Notes' to this Notice**.**

RESOLUTION 1: - INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION OF CLAUSE V OF THE MEMORANDUM OF ASSOCIATION:

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 61(1)(a), 64 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), and subject to such approvals as may be necessary, approval of the Members of the Company be and is hereby accorded for increasing the authorised share capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of face value of ₹ 10/- each to ₹ 68,50,00,000/- (Rupees Sixty-Eight Crore Fifty Lakh only) divided into 6,85,00,000 (Six Crore Eighty-Five Lakh) Equity Shares of face value of ₹ 10/- each, by creation of additional 5,35,00,000 (Five Crore Thirty-

Five Lakh) Equity Shares of face value of ₹ 10/- each, and consequential alteration of Clause V of the Memorandum of Association.

RESOLVED FURTHER THAT consequently, pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013, the existing Clause V of Memorandum of Association of the Company be and is hereby substituted by the following:

"The Authorised Share Capital of the Company is Rs.68,50,00,000/- (Rupees Sixty-Eight Crore Fifty Lakh only) divided into 6,85,00,000 (Six Crore Eighty-Five Lakh) Equity Shares of ₹10/- each."

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any of its committee or Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved."

RESOLUTION 2: - TO CONSIDER AND APPROVE THE SUB-DIVISION / SPLIT OF EQUITY SHARES AND CONSEQUENTIAL ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61(1)(d), 64 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), including the rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") as amended from time to time, to the extent applicable (including any statutory modification(s), notifications, circulars issued thereunder or re-enactment(s) thereof, for the time being in force), and pursuant to the Articles of Association of the Company and subject to such permissions, consents and approvals, if any, required from the concerned statutory authorities as may be required in this respect and based on the recommendation of the Board of Directors (hereinafter referred to as the "Board", which term shall deem to include any committee constituted or to be constituted by the board, from time to time, to exercise its powers conferred by this resolution), the approval of the Members of the Company be and is hereby accorded for sub-division of 1 (One) Equity Share of face value of ₹ 10/- (Rupees Ten only) each, fully paid-up, into 2 (Two) Equity Shares of face value of ₹ 5/- (Rupees Five only) each.

RESOLVED FURTHER THAT pursuant to the Sub-division of equity shares of the Company, the Authorized, Issued, Subscribed and Paid-up Equity Share Capital of nominal face value of Rs.10 /- (Rupees Ten Only) each, shall stand sub-divided into 2 (Two) Equity Shares of nominal face value of Rs. 5/- (Rupees Five Only) each.

RESOLVED FURTHER THAT consequently pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013, Clause V of Memorandum of Association of the Company be and is hereby altered and substituted by the following:

"The Authorised Share Capital of the Company is Rs.68,50,00,000/- (Rupees Sixty-Eight Crore Fifty Lakh only) divided into 13,70,00,000 (Thirteen Crore Seventy Lakh) Equity Shares of Face Value of Rs. 5/- (Rupees Five Only) each."

RESOLVED FURTHER THAT upon sub-division of the Equity Shares as aforesaid, every 1 (One) Equity Share of face value of ₹ 10/- (Rupees Ten only) each, fully paid-up, shall stand sub-divided into 2 (Two) Equity Shares of face value of ₹ 5/- (Rupees Five only) each, fully paid-up, and accordingly the existing 1,05,00,000 (One Crore Five Lakh) Equity Shares of ₹ 10/- each forming the issued, subscribed and paid-up equity share capital of the Company shall stand sub-divided into 2,10,00,000 (Two Crore Ten Lakh) Equity Shares of ₹ 5/- each, with effect from the Record Date.

RESOLVED FURTHER THAT pursuant to the sub-division of equity shares as aforesaid and with effect from the Record Date:

a) the equity shares held in physical form, the existing share certificate(s) in relation to the existing equity shares of face value of Rs. 10/- (Rupees Ten Only) each, fully paid up, shall be deemed to have been cancelled and be of no effect and that the Board/Company's Registrar and Share Transfer Agents ("RTA"), without requiring the Members to surrender their existing share certificate(s), shall issue new share certificate(s) or letter of confirmation(s) in lieu of existing share certificate(s) in compliance with the applicable laws/guidelines in this regard; and

b) the equity shares held in dematerialized form, the sub-divided equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the Members held with their Depository Participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s).

RESOLVED FURTHER THAT the sub-division of equity shares shall be subject to the terms and conditions contained in Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to clause (k) of the Special Resolution passed by the Members at the Extra-Ordinary General Meeting held on 05th February, 2026, Regulation 166 and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations"), upon the sub-division becoming effective, each of the 8,40,000 (Eight Lakh Forty Thousand) outstanding Convertible Warrants allotted on preferential basis to persons belonging to the public category and pending conversion as on the Record Date shall entitle the holder thereof to 2 (Two) Equity Shares of face value of ₹ 5/- each in lieu of 1 (One) Equity Share of face value of ₹ 10/- each, i.e. aggregating to 16,80,000 (Sixteen Lakh Eighty Thousand) Equity

Shares of ₹ 5/- each in place of 8,40,000 (Eight Lakh Forty Thousand) Equity Shares of ₹ 10/- each, without any change in the aggregate consideration payable by the warrant holders, and the Board be and is hereby authorised to keep reserved such number of Equity Shares out of the Authorised Share Capital of the Company for this purpose.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any of its committee or Director or Key Managerial Personnel or any officer/executive of the Company including to fix and announce the Record Date, to make appropriate adjustments on account of sub-division of equity shares, to accept and make any alteration(s), modification(s) to terms and to give such directions as they may in their absolute discretion deem necessary, proper or desirable, to apply for requisite approvals, to settle any questions, doubts or difficulties that may arise with regard to the sub-division of the equity shares as aforesaid and to carry out/execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations."

RESOLUTION 3: - TO CONSIDER AND APPROVE THE ISSUE OF BONUS SHARES:

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

"**RESOLVED THAT** pursuant to the provisions of Section 63 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder, Chapter XI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant provisions of the Articles of Association of the Company, and subject to such approvals, consents, permissions and sanctions as may be necessary from appropriate authorities, and on the recommendation of the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted or to be constituted by the Board to exercise its powers conferred by this resolution), the consent of the Members of the Company be and is hereby accorded to the Board for capitalisation of a sum not exceeding ₹ 56,70,00,000/- (Rupees Fifty-Six Crore Seventy Lakh only) or such other sum as may be considered necessary by the Board, standing to the credit of the Securities Premium Account and/or Free Reserves of the Company as on September 30, 2026, for the purpose of issue of bonus equity shares of ₹ 5/- (Rupees Five only) each, credited as fully paid-up, to the eligible Members of the Company holding Equity Shares of ₹ 5/- each of the Company, whose names appear in the Register of Members maintained by the

Company / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on the "Record Date" as may be determined by the Board, in the proportion of 5:1, i.e. 5 (Five) new fully paid-up Equity Shares of ₹ 5/- each for every 1 (One) existing fully paid-up Equity Share of ₹ 5/- each held by them, and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up equity share capital of the Company held by each such Member.

RESOLVED FURTHER THAT out of the aforesaid sum, ₹ 52,50,00,000/- (Rupees Fifty-Two Crore Fifty Lakh only) shall be capitalised for the issue of 10,50,00,000 (Ten Crore Fifty Lakh) bonus equity shares of ₹ 5/- each to the Members holding 2,10,00,000 (Two Crore Ten Lakh) Equity Shares of ₹ 5/- each (post sub-division) as on the Record Date, and a sum of ₹ 4,20,00,000/- (Rupees Four Crore Twenty Lakh only) shall be kept reserved towards the issue of 84,00,000 (Eighty-Four Lakh) bonus equity shares of ₹ 5/- each to the holders of the outstanding Convertible Warrants, or such other sum as may be calculated on the number of warrants outstanding as on the Record Date.

RESOLVED FURTHER THAT pursuant to Regulation 294 of the ICDR Regulations and clause (k) of the Special Resolution passed by the Members at the Extra-Ordinary General Meeting held on 05th February, 2026, up to 84,00,000 (Eighty-Four Lakh) bonus Equity Shares of ₹ 5/- each be and are hereby reserved in favour of the holders of the outstanding Convertible Warrants as on the Record Date, being 5 (Five) bonus Equity Shares for every 1 (One) Equity Share of ₹ 5/- each arising on conversion of such warrants, which shall be issued and allotted as fully paid-up to the warrant holders at the time of and simultaneously with the allotment of Equity Shares upon conversion of the warrants, in the same proportion of 5:1 at which the bonus Equity Shares are issued to the Members, by capitalising the corresponding amount out of the Securities Premium Account and/or Free Reserves of the Company available at that time; such that each outstanding Convertible Warrant shall, upon conversion, entitle the holder thereof to 12 (Twelve) Equity Shares of face value of ₹ 5/- each (i.e. 2 Equity Shares on conversion as adjusted for sub-division and 10 bonus Equity Shares), aggregating to 1,00,80,000 (One Crore Eighty Thousand) Equity Shares of ₹ 5/- each for all the 8,40,000 outstanding warrants, without any change in the aggregate consideration payable by the warrant holders.

RESOLVED FURTHER THAT the bonus Equity Shares allotted to the warrant holders shall be subject to the same lock-in, if any, as applicable to the Equity Shares allotted on conversion of the warrants under the ICDR Regulations; the bonus Equity Shares reserved against any warrants which lapse unexercised shall not be issued and the corresponding amount shall not be capitalised; and the Board be and is hereby authorised to keep reserved such number of Equity Shares out of the Authorised Share Capital of the Company for this purpose.

RESOLVED FURTHER THAT:

a) the bonus equity shares shall be issued in the ratio of 5:1, i.e. 5 (Five) new fully paid-up Equity Shares of ₹ 5/- each for every 1 (One) Equity Share of ₹ 5/- each held by

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the Members on the Record Date as may be determined by the Board after approval of this resolution by the Members;

b) the bonus equity shares so allotted shall rank pari passu in all respects with the fully paid-up Equity Shares of the Company as existing on the Record Date;

c) the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;

d) in accordance with the ICDR Regulations, the bonus equity shares shall be allotted only in dematerialised form and shall be credited to the respective beneficiary accounts of the Members maintained with their Depository Participant(s); in respect of Members holding Equity Shares in physical form, the bonus equity shares shall be credited to a separate demat suspense account until they are credited to the beneficiary accounts of the respective Members; and

e) no fractional entitlement shall arise since the bonus equity shares are being issued in the whole-number ratio of 5:1.

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares, to the extent they relate to Non-Resident Indians (NRIs), Foreign Portfolio Investors (FPIs) and other foreign investors, shall be subject to the approval of the Reserve Bank of India or any other regulatory authority, if required.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take necessary steps for listing of and obtaining trading approval for such bonus equity shares on BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are presently listed, in accordance with the Listing Regulations and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and to sign and execute all such documents, applications and returns with SEBI, the Stock Exchanges, NSDL, CDSL, the RTA, the Registrar of Companies or any other authority, as may be necessary, proper, expedient or desirable, to settle any question, difficulty or doubt that may arise in this regard as it may in its absolute discretion deem fit, and to delegate all or any of the powers herein conferred to any Committee(s) / Director(s) / Officer(s) of the Company."

By order of the Board
For, SHEETAL COOL PRODUCTS LIMITED

Sd/-
Bhupatbhai D. Bhuva
Managing Director
DIN: 06616061

Date: 12/11/2026
Place: Amreli

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (the "Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts for the proposed resolutions is annexed herein below.

2. In compliance with the MCA Circulars, the Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company and as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (Depositories) as on Friday, 13th November, 2026 (the "Cut-off Date") and who have registered their e-mail address in respect of electronic holdings with the Depository through the concerned Depository Participants ("DP") and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, M/s. KFin Technologies Limited ("RTA") or the Company.

3. In terms of the MCA Circulars, since the matters as proposed in the Postal Ballot Notice shall be passed by the Members of the Company through remote e-voting only, therefore, the vote in this Postal Ballot cannot be exercised through proxy.

4. In terms of the MCA Circulars, the Company will send this Postal Ballot Notice in electronic form only and the hard copy of this Notice along with postal ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members would take place through Remote e-Voting only.

5. Members who have not registered their e-mail address so far are requested to register their e-mail for receiving all communications including Notices and Circulars etc. from the Company electronically. Members can do this by updating their email addresses with their depository participants.

6. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Rules, the Company is pleased to offer e-voting facility to all the Members for voting on the resolution set forth in the Notice. For this purpose, the Company has availed the service of National Securities Depository Limited (NSDL).

7. The Postal Ballot Notice is also available on the website of the Company at www.sheetalfoodworld.com. The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") at www.bseindia.com and National Stock Exchange of India Limited ("NSE") at www.nseindia.com, and on the website of NSDL, the remote e-voting service provider, at www.evoting.nsdl.com.

8. All documents referred to in this Notice are available for inspection at the Registered Office and/ or Corporate Office of the Company during business hours on any working day from date of dispatch of this Notice till the date of declaration of the results of Postal Ballot.

9. Person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the Cut-off Date, i.e. Friday, 13th November, 2026, only shall be entitled to avail the facility of Remote e-Voting. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only. It is however, clarified that all Members of the Company as on the Cut-off Date, including those Members who may not have received this Notice due to non-registration of their e-mail IDs with the Company/RTA/Depositories, shall be entitled to vote in relation to the resolutions specified in this Notice in accordance with the process specified hereinafter, in this Notice.

10. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the Cut-off Date, i.e. Friday, 13th November, 2026.

11. The Board of Directors of the Company in its meeting held on Thursday, 12th November, 2026 has appointed Mr. Nayan Prafulbhai Pitroda (Membership No. A58473 & Certificate of Practice No. 23912), Company Secretary as Scrutinizer.

12. The result of the Postal Ballot will be declared not later than 2 (two) Working Days from the conclusion of e-voting, i.e. on or before Monday, 21st December, 2026. The Scrutinizer's decision on the validity of votes cast through Postal Ballot will be final.

13. The result of the Postal Ballot along with the Scrutinizer's Report shall be displayed at the Registered Office of the Company, communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed, and would also be uploaded on the Company's website at www.sheetalfoodworld.com and on the website of NSDL at www.evoting.nsdl.com.

14. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), the details pertaining to this Postal Ballot will be published in one National daily newspaper circulating throughout India (in English language) and one daily newspaper circulating in Amreli district (in vernacular language, i.e. Gujarati).

15. All papers relating to Postal Ballot including voting by Remote e-Voting shall be under the safe custody of the scrutinizer till the Chairman considers, approves and signs the minutes.

16. **Some of the important details regarding the Remote e-Voting facility are provided below:**

Cut-off date for determining the Members entitled to vote through remote e-voting	Friday, 13th November, 2026
Commencement of e-voting	Thursday, 19th November, 2026 (9:00 a.m. IST)
End of e-voting period	Friday, 18th December, 2026 (5:00 p.m. IST)

The remote e-voting module will be disabled by NSDL for voting after 5:00 p.m. IST on Friday, 18th December, 2026.

17. Institutional/Corporate Shareholders (i.e. other than Individuals, HUF, NRI etc.) intending to vote on the Postal Ballot through their authorized representatives are requested to send a scanned copy of certified true copy of the Board Resolution authorizing their representative to vote on their behalf electronically to the Scrutinizer at email info@csnayan.com with copies marked to the Company at cs@sheetalfoodworld.com.

18. Resolutions, if passed by the Members through Postal Ballot, shall be deemed to have been duly passed on the last date specified for the remote e-voting i.e., Friday, 18th December, 2026, in terms of Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

19. SEBI has made an amendment to Regulation 40 of the SEBI Listing Regulations with respect to mandatory dematerialization for transfer of securities. Pursuant to the aforesaid amendment, Listed Companies and their Registrars and Transfer Agents (RTAs) are advised to ensure that shares which are lodged for transfer are mandatory in dematerialized form with effect from April 01, 2019. Therefore, shareholders are requested to get their physical shareholding dematerialized for any further transfers.

20. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Shareholders holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). SEBI vide its Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2021/601 dated July 23, 2021 read with SEBI Circular No. SEBI/HO/ MIRSD/POD-1/P/CIR/2023/158 dated September 26, 2023 also provided for mandatory furnishing of PAN, KYC details, nomination, contact details, Bank A/c details and specimen signature for their corresponding folio numbers. The folios wherein any one of the above cited documents/details are not available on or after December 31, 2023 shall be frozen.

The security holders whose folio(s) have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the aforesaid complete documents details or for any payment including dividend, interest or redemption payment in respect of such frozen folios, only through electronic mode with effect from April 01, 2024. However, an intimation shall be sent by the Company to the security holder that such payment is due and shall be made electronically only upon complying with the aforesaid requirements. Frozen folios shall be referred by the RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025. Accordingly, such shareholders are requested to submit the requisite information / documents at the earliest with the RTA of the Company.

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

The remote e-voting period begins on Thursday, 19th November, 2026 at 9:00 a.m. (IST) and ends on Friday, 18th December, 2026 at 5:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Register of Beneficial Owners as on the cut-off date i.e. Friday, 13th November, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 13th November, 2026. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email ID / mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Type of shareholders	**Login Method**
	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned on the NSDL e-Voting website, for seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. NSDL for casting the vote during the remote e-Voting period. Additionally, there are 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an 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, the user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers, i.e. NSDL.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

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

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

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID. For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example, if your Beneficiary ID is 12********** then your user ID is 12**********.

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the 'initial password' or have forgotten your password:

a) Click on "Forgot User Details/Password?" (if you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) "Physical User Reset Password?" (if you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of Sheetal Cool Products Limited for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

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

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

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card) and AADHAR (self-attested scanned copy of Aadhar Card) by email to the Company at cs@sheetalfoodworld.com or to the RTA, KFin Technologies Limited.

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

Sheetal

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 01, 02 and 03

The Board of Directors of the Company, at its meeting held on November 12, 2026, approved and recommended the following for approval of the Members:

A. Increase of Authorised Share Capital of the Company and consequent alteration of Capital Clause of the Memorandum of Association.

B. Sub-division of 1 (One) Equity Share of face value of ₹ 10/- (Rupees Ten only) each into 2 (Two) Equity Shares of face value of ₹ 5/- (Rupees Five only) each;

C. Issue of 5 (Five) bonus Equity Shares of face value of ₹ 5/- (Rupees Five only) each for every 1 (One) fully paid-up Equity Share of ₹ 5/- (Rupees Five only) each (post sub-division) held as on the Record Date, by capitalising a sum not exceeding ₹ 56,70,00,000/- out of the Securities Premium Account and/or Free Reserves of the Company; and

D. Consequential adjustment, in terms of Regulation 166 of the ICDR Regulations, in the number of Equity Shares to be allotted on conversion of the 8,40,000 outstanding Convertible Warrants.

The Company proposes to issue bonus shares, for which the present Authorised Share Capital needs to be increased. Presently, the Authorised Share Capital of the Company is ₹ 15,00,00,000/- (Rupees Fifteen Crore only) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of ₹ 10/- (Rupees Ten only) each, and the issued, subscribed and paid-up equity share capital is ₹ 10,50,00,000/- divided into 1,05,00,000 (One Crore Five Lakh) Equity Shares of ₹ 10/- each.

In order to facilitate the issue of bonus equity shares and the allotment of Equity Shares on conversion of the outstanding Convertible Warrants (as adjusted), it is proposed to increase the Authorised Share Capital to ₹ 68,50,00,000/- (Rupees Sixty-Eight Crore Fifty Lakh only) divided into 6,85,00,000 (Six Crore Eighty-Five Lakh) Equity Shares of face value of ₹ 10/- (Rupees Ten only) each, by creation of additional 5,35,00,000 (Five Crore Thirty-Five Lakh) Equity Shares of face value of ₹ 10/- each. The revised Authorised Share Capital covers the post-bonus paid-up capital of ₹ 63,00,00,000/- (12,60,00,000 Equity Shares of ₹ 5/- each) and the 1,00,80,000 Equity Shares (₹ 5,04,00,000/-) to be reserved for the warrant holders, i.e. a fully diluted capital of ₹ 68,04,00,000/-.

The increase in Authorised Share Capital and consequential amendments to Clause V of the Memorandum of Association of the Company, requires members' approval in terms of Section

13 and 61 of the Companies Act, 2013 and any other applicable statutory and regulatory approvals as stated in the resolution at item no. 1 of the notice.

In order to enhance the liquidity of the Company's Equity Shares in the capital market, widen the shareholder base and make the shares more affordable to small / retail investors, the Board of Directors of the Company has recommended to sub-divide (split) 1 (One) Equity Share of face value of ₹ 10/- (Rupees Ten only) each into 2 (Two) Equity Shares of face value of ₹ 5/- (Rupees Five only) each, without altering the paid-up capital of the Company, subject to the approval of the Members. Upon sub-division, the existing 1,05,00,000 Equity Shares of ₹ 10/- each shall stand sub-divided into 2,10,00,000 Equity Shares of ₹ 5/- each.

The Record Date for the aforesaid sub-division of the Equity Shares shall be fixed by the Board of Directors. Further, in view of the proposed sub-division of equity shares of face value of Rs. 10/- each to Rs. 5/- each, it is proposed to alter the authorised share capital to Rs. 68,50,00,000/- (Rupees Sixty-Eight Crore Fifty Lakh only) divided into 13,70,00,000 (Thirteen Crore Seventy Lakh) Equity Shares of face value of Rs. 5/- each and to amend the capital clause of the Memorandum of Association as stated in the resolution at item no. 2 of the notice.

In appreciation of the continued support of the shareholders and after considering the free reserves and securities premium available with the Company, the Board, subject to the consent of the Members and all other requisite approvals, has approved and recommended the issue of 10,50,00,000 (Ten Crore Fifty Lakh) bonus Equity Shares of ₹ 5/- each (after considering the sub-division), credited as fully paid-up, to the existing Members in the proportion of 5:1, i.e. 5 (Five) bonus Equity Shares for every 1 (One) Equity Share held as on the Record Date, by capitalising a sum of ₹ 52,50,00,000/- (Rupees Fifty-Two Crore Fifty Lakh only) out of the Securities Premium Account and/or Free Reserves of the Company. The Securities Premium Account and Free Reserves available for capitalisation amount to approximately ₹ 149.83 crore as on September 30, 2026, as per the limited reviewed financial results for the half year ended September 30, 2026. Upon the bonus issue, the paid-up equity share capital of the Company will increase from ₹ 10,50,00,000/- (2,10,00,000 Equity Shares of ₹ 5/- each) to ₹ 63,00,00,000/- (12,60,00,000 Equity Shares of ₹ 5/- each).

The proposed sub-division of the face value of equity share and issue of bonus shares is authorised by the Articles of Association of the Company. The Company has not defaulted in payment of interest or principal in respect of fixed deposits or debt securities issued by it, or in payment of statutory dues of employees such as contribution to provident fund, gratuity and bonus. All the existing Equity Shares of the Company are fully paid-up. The bonus shares are not being issued in lieu of dividend, and the free reserves and securities premium proposed to be capitalised are not built out of revaluation of assets.

The Record Date for the aforesaid sub-division of Equity Shares and issue of bonus shares shall be fixed by the Board (including any Committee thereof) after the approval of the

Members is obtained and shall be intimated to the Stock Exchanges in terms of Regulation 42 of the Listing Regulations.

Outstanding Convertible Warrants: As on date, the Company has 8,40,000 (Eight Lakh Forty Thousand) outstanding Convertible Warrants, allotted on preferential basis to persons belonging to the public category, each convertible into 1 (One) Equity Share of ₹ 10/- each. The Company does not have any other outstanding convertible securities or any Employee Stock Option Scheme. The number of outstanding warrants may change on the Record Date to the extent any warrants are converted before that date; Equity Shares allotted on such conversion before the Record Date shall rank for the sub-division and bonus issue as Equity Shares.

The warrant holders, for their outstanding warrants as on the Record Date, shall also be eligible for the bonus issue, subject to and post conversion of their outstanding warrants into Equity Shares. Accordingly, in terms of clause (k) of the Special Resolution dated 05th February, 2026 approving the issue of warrants, Regulation 166 of the ICDR Regulations (for the sub-division) and Regulation 294 of the ICDR Regulations (for the bonus issue), each outstanding warrant shall be convertible into 2 (Two) Equity Shares of ₹ 5/- each, and 10 (Ten) bonus Equity Shares shall be reserved and allotted along with such conversion out of the Securities Premium Account and/or Free Reserves, so that each warrant shall entitle the holder thereof to 12 (Twelve) Equity Shares of ₹ 5/- each, aggregating to 1,00,80,000 Equity Shares for all the 8,40,000 warrants, without any change in the aggregate consideration payable by the warrant holders, as set out below:

Particulars	Pre corporate actions	Post sub-division	Post sub-division and bonus
Number of warrants outstanding	8,40,000	8,40,000	8,40,000
Equity Shares per warrant	1 of ₹ 10/-	2 of ₹ 5/-	12 of ₹ 5/-
Total Equity Shares on conversion	8,40,000	16,80,000	1,00,80,000
Aggregate consideration (₹)	26,68,26,000	26,68,26,000	26,68,26,000

The Company proposes to keep reserved a sum of ₹ 4,20,00,000/- (Rupees Four Crore Twenty Lakh only) out of the Securities Premium Account and/or Free Reserves towards the issue of 84,00,000 bonus Equity Shares of ₹ 5/- each to the warrant holders post conversion of their warrants into Equity Shares, or such other sum as may be calculated on the number of warrants outstanding as on the Record Date. Accordingly, the aggregate sum proposed to be capitalised is not exceeding ₹ 56,70,00,000/- (₹ 52,50,00,000/- for the existing Members and ₹ 4,20,00,000/- reserved for the warrant holders). The Authorised Share Capital of the Company is also proposed to be increased for this purpose.

Regd. Office : Sheetal Corporate House, Plot No. 75 to 81, G.I.D.C. Estate, Amreli-365601, Gujarat, India.
+91 73000 51000 chatwithus@sheetalfoodworld.com www.sheetalfoodworld.com I CIN : L15205GJ2013PLC077205

In terms of the provisions of Section 63 of the Companies Act, 2013, approval of the Members is sought by way of Ordinary Resolution for capitalising the Securities Premium Account and/or Free Reserves for the issue of bonus shares.

Members are requested to note that in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the new equity shares to be allotted pursuant to the bonus issue shall be allotted in dematerialised form only. Accordingly, members holding shares in physical form are requested to provide such information and details as may be required, relating to his/her/ its demat account with a depository participant, to the Company / its Registrar and Transfer Agent on or before Monday, December 28, 2026 to enable it to issue the bonus equity shares in dematerialised form. With respect to the bonus equity shares of members holding equity shares in physical form who have not provided their demat account details to the Company, the said bonus equity shares shall be credited in dematerialised form to a new demat suspense account to hold these shares till they are credited to the beneficiary accounts of the respective members holding equity shares in physical form. The voting rights on the bonus equity shares held in the demat suspense account, shall remain frozen.

Pursuant to proviso to Regulation 295 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the bonus issue shall be implemented within two months from the date of the meeting of Board of Directors wherein, the decision to announce the bonus issue was taken subject to shareholders' approval.

Accordingly, the Company will take the requisite steps for implementing the aforesaid corporate actions on or before Monday, January 11, 2027.

The Board of Directors are of the opinion that the above proposals are in the interest of the Company and its existing and potential investors. The Board has therefore, recommended the resolutions set out at Item Nos. 1, 2 and 3 of this Notice of Postal Ballot for the approval of the Members of the Company by way of Ordinary Resolutions.

None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions set out at Item No. 1, 2 and 3 of this Notice of Postal Ballot except to the extent of their shareholding in the Company.

By order of the Board
For, SHEETAL COOL PRODUCTS LIMITED

Sd/-
Bhupatbhai D. Bhuva
Managing Director
DIN: 06616061

Date: 12/11/2026
Place: Amreli