

Dollex 
Agrotech Ltd.

DOLLEX AGROTECH LIMITED

Reg. Office: 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore-452001 (M.P.)

Factory: Village Erai, Tehsil Badoni Khurd, Dist. Datia-475686 (M.P.)

Formerly known as Dollex Agrotech Private Limited

DOLLEX AGROTECH LIMITED

**Registered Office : 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore,
Madhya Pradesh, Indore-452001**

Tel: +91-731-2495505 Email Id - info@dollex.in Website: www.dollex.in

Corporate Identification Number (CIN): L15311MP2013PLC030914

NOTICE OF POSTAL BALLOT

**[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of The
Companies (Management & Administration) Rules, 2014]**

To,
The Members of Dollex Agrotech Limited,

NOTICE is hereby given pursuant to Section 108 & 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with the General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 and 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No 09/2023 dated September 25, 2023 and General circular No.09/2024 Dated September 19, 2024 and General Circular No.03/2025 Dated September 22, 2025 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), that the special business as set out below is proposed to be passed by the Members of Dollex Agrotech Limited ("Company") through Postal Ballot by voting through electronic means ("remote e-voting"). Communication of assent or dissent of the Members would take place only through the remote e-voting system.

The Board of Directors of the Company at its Meeting held on **February 13, 2026**, has approved the businesses, as set out in this Notice, for approval of the Members of the Company through Postal Ballot. Accordingly, the proposed resolutions and the explanatory statement thereto are annexed herewith for your consideration and you are requested to record your assent or dissent by means of remote e-voting facility provided by the Company.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

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In compliance with **Sections 108 and 110** of the **Companies Act** read with **Rule 20 & 22** of the Companies(Management & Administration) Rules, 2014, **Regulation 44** of the SEBI Listing Regulations and MCA Circulars, the Company is offering facility of remote e-voting only ("E-voting"). The Company has provided e-voting facility to its members and has engaged Central Depository Services (India) Limited ("CDSL"), an agency authorized by the Ministry of Corporate Affairs ("MCA") for providing e-voting platform. The procedure for e-voting is explained under the Notes provided with this Postal Ballot Notice.

The Notice is also available on the website of the Company at www.dollex.in. Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically.

Pursuant to Rule 22(5) of the Management Rules, the Company has appointed **Mr. Vikas Kumar Verma (FCS No. 9192 & C.P. No: 10786)**, **Managing Partner of M/s. Vikas Verma & Associates, Firm of Practicing Company Secretaries**, having office at **New Delhi**, who will act as the Scrutinizer for conducting the postal ballot process through remote e-voting in a fair and transparent manner. The Scrutinizer is willing to be appointed and be available for the purpose of ascertaining the requisite majority.

The remote e-voting period commences from 9.00 A.M (IST) on Saturday, February 14, 2026 and ends at 5.00 P.M. (IST) on Sunday, March 15, 2026. The Scrutinizer, after completion of scrutiny, will submit his report to the Chairperson of the Company. Thereafter the results of the Postal Ballot would be announced by the Chairperson of the Company by **Tuesday, March 17, 2026** at the Company's registered office. Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly completed.

The duly completed postal ballot form(s) should reach the scrutinizer at **B-502, 5th Floor, Statesman House, 148, Barakhamba Road New Delhi- 110001** or at email id service@vvanda.com not later than 05:00 P.m. on **15th March, 2026** otherwise it will be strictly treated as if reply from the member has not been received.

The scrutinizer shall maintain a register either manually or electronically to record their assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholder, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any.

In addition to the results being communicated to National Stock Exchange of India Limited (NSE) on www.nseindia.com, the results along with Scrutinizer's report will also be placed on Company's website viz. www.dollex.in and CDSL website www.evotingindia.com shall also be available at the Company's registered office on all working days (except Saturday & Sunday) from 11:00 A.M. to 6:00 P.M.

All documents relating to voting by electronic means, including the e-voting data, results and related papers, shall be under the safe custody of the Scrutinizer until the Chairman



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considers, approves and signs the minutes of the meeting / resolution. Thereafter, the Scrutinizer shall hand over the electronic voting records and other related papers to the Company, which shall preserve the same safely as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Proposed Resolutions and the Explanatory Statement pursuant to Section 102(1), 110 of the Act and any other applicable provisions of the Act, read with Rules framed thereunder, concerning resolutions mentioned in this Postal Ballot Notice ("Notice") are annexed thereto.

The Resolution, if approved, will be taken as passed effectively on the last date of e-voting / receipt of physical ballot papers i.e. Sunday, March 15th, 2026.

PROPOSED RESOLUTIONS:

SPECIAL BUSINESS:

ITEM NO. 1: Migration of the Equity shares of the Company from NSE Emerge Platform to the Main Board of BSE & NSE :

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

"RESOLVED THAT pursuant to the **Regulation 277** and other relevant provisions, laid down in Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018 (as amended from time to time) and applicable Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013, and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, and subject to receipt of such other approvals, consents, permissions and sanctions, as may be required from concerned stock exchanges, and subject to such other conditions and modifications as may be prescribed or imposed while granting such approvals, and in accordance with the eligibility criteria for migration from NSE emerge platform to main board of National Stock Exchange of India Limited (NSE) as well as of BSE Limited (BSE) respectively and pursuant to the other applicable provisions the consent of the members of the Company be and is hereby accorded for purpose of migration of the Company's present listing from **SME Platform of National Stock Exchange of India Ltd. ("NSE")** i.e. **EMERGE to the Main Board of NSE & BSE** and follow such procedures specified under SEBI (ICDR) Regulations, 2018, as amended from time to time, to give effect to the aforesaid resolution."



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“RESOLVED FURTHER THAT, for the purpose of giving effect to the above ,the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be required and to file all such applications, papers, documents in relation to above and to fulfill all such legal formalities in the connection and to form any committee if it think and deem fit, delegate all or any of the power herein conferred to any of such Committee of the Directors or to any Director/ officer of the Company and to appoint any such attorney/ person to represent before the concerned authority and to delegate such power to such person/ representative, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT the Board of directors Company be and are hereby severally to deal with any Government or semi government authorities or any other concerned Limited, including but not limited to National Stock Exchange of India Limited, BSE, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any migration of contracts, undertakings and/or related documents on behalf of the Company for the purpose of the Company's equity shares from SME platform of NSE Limited to Main Board of NSE Limited & BSE Limited .”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all the aforesaid acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to resolutions and in connection with any matter incidental thereto.”

***Note: In accordance with Regulation 277 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018, the below mentioned Resolution shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.**

ITEM: 2: INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

“RESOLVED THAT, pursuant to the provisions of Sections 13, 61, 64 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company or any other



applicable laws for the time being in force and subject to all other necessary approvals, permissions, consents and sanctions, if any, the approval of the Members of the Company be and is hereby accorded to increase the existing **Authorized Share Capital** of the Company from **40,00,00,000/- (Rupees Forty Crore)** divided into **4,00,00,000 (Four Crore Equity Shares)** equity shares of **10/- (Rupees Ten Only)** each to **Rs. 60,00,00,000/- (Rupees Sixty Crores Only)** divided into **6,00,00,000 (Six Crore) Equity shares of 10/- (Rupees Ten Only)** each ranking pari passu in all respect with the existing Equity Shares of the Company.

“RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted by following new Clause V as under:

V. The Authorised Share Capital of the Company is 60,00,00,000/- (Indian Rupees Sixty crore) divided into 6,00,00,000 (Six Crore) Equity Shares of 10/- (Indian Rupees Ten only) each.

“RESOLVED FURTHER THAT, Any director of the Company be and are hereby authorized to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalize all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers conferred herein as they may deem fit”.

ITEM: 3 REGULARIZATION OF MR. NADEEM KHAN (DIN: 00027212) AS A NON-EXECUTIVE DIRECTOR (NON-INDEPENDENT) OF THE COMPANY

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

“RESOLVED THAT in accordance with, the provisions of sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Mr. Nadeem Khan (DIN: 00027212)**, who was appointed by the Board of Directors on the recommendation of Nomination and Remuneration Committee as an Additional Director in the category of Non-Executive, Non-Independent Director of the Company **with effect from 13th February, 2026** and who shall hold the office up to the date of next General Meeting or within a period of three months from the date of appointment, whichever is earlier, the consent of the members be and is hereby accorded for the appointment of Mr. Nadeem Khan as Non-Executive Director of the Company and whose office shall be liable to retire by rotation.”



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Formerly known as Dollex Agrotech Private Limited

“RESOLVED FURTHER THAT the Managing Director and the Company Secretary of the Company be and are hereby severally authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

By Order of the Board

For Dollex Agrotech Limited

Sd/-

Siddhi Banthiya

Company Secretary & Compliance Officer

Dated: 13.02.2026



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NOTES

- 1.** The Explanatory Statement pursuant to Section 102 of the Companies Act and other applicable provision in respect of proposed resolutions to be passed through postal ballot (by remote E- voting) is annexed hereto, for your consideration.
- 2.** The Postal Ballot is to be conducted as per provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the companies Act, 2013 (the "Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars issued from time to time. The Ministry of Corporate Affairs ("MCA") vide MCA Circulars, has permitted companies to conduct the postal ballot by sending the notice in electronic form only. Accordingly, physical copy of the postal ballot notice along with postal ballot form and pre-paid business reply envelope will not be sent to the members for this postal ballot. The communication of the assent or dissent of the members would take place through the process of remote e-voting only
- 3.** Postal Ballot Notice is being sent to all the members/Beneficiaries, whose names appear as on **Friday, 06th February, 2026**, in the Register of members maintained by the Depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Voting Rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on the cut off date. The Postal Ballot Notice is sent electronically to all the shareholders who have registered their email address with the Company/ Depositories and to other shareholders by Registered Post/ Courier. Any person who is not a Member as on the said cut-off date should treat this Notice for information purposes only.
- 4.** Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, **Skyline Financial Services Pvt. Ltd.** to enable servicing of notices / documents /annual Reports electronically to their e-mail address.
- 5.** The Notice is available on the Company's website <http://www.dollex.in> and the websites of the Stock Exchange viz., National Stock Exchange of India Limited (NSE) at www.nseindia.com and on the website of the CDSL at www.cdslindia.com. and shall remain on such website till the last date for e-voting from the members
- 6.** The Company has appointed **Mr. Vikas Kumar Verma , Managing Partner of M/s. Vikas Verma & Associates, Practicing Company Secretaries** as **Scrutinizer**. The Scrutinizer will submit the report to the Chairman of the Company, or any other person authorized by him



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in writing, after completion of scrutiny of postal ballot process. The results of the postal ballot will be announced on or before **Tuesday, 17th March 2026** and will be displayed on the website of the Company at <http://www.dollex.in> and on the website of CDSL immediately after the declaration of results by the Chairman or a person authorized by him and the results shall also be communicated to National Stock Exchange of India Limited and Skyline Financial Services Pvt. Ltd. (RTA).

7. The voting rights of shareholders shall be in proportion to their Equity Share of the paid-up equity share capital of the Company as on **06th February, 2026 (Friday)**. A person, whose name is recorded in the register of members/list of beneficial owners maintained by the Depositories as on the cut-off date (i.e., **06th February, 2026**) only shall be entitled to avail the facility of E-voting.

8. Voting rights in e-voting cannot be exercised by a proxy. However, Corporate / Institutional Members are entitled to appoint authorized representatives to vote on their behalf on the proposed Special Resolution. Institutional / Corporate Shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned, certified copy (PDF / JPG Format) of their board or governing body's resolution / authorisation, authorising their representative to vote through remote e-voting, to the Scrutinizer through e-mail at service@vvanda.com.

9. The **E-voting period** begins at **09:00 A.M. IST on Saturday, February 14, 2026** and ends at **5.00 P.M. (IST) on Sunday, March 15, 2026**. During this period shareholder of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., **February 06, 2026 (Friday)** may cast their votes through E-voting facility. The E-voting module shall be disabled by CDSL for voting thereafter.

10. The last date for the E-voting i.e., **Sunday, March 15th, 2026** shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority. All the material documents referred to in the accompanying Notice and the Explanatory Statement will be available for inspection on the website of the Company at <http://www.dollex.in> until the last date for the E-voting.

11. In compliance with regulations 44 of the Listing Regulations and Sections 108, 110 of the Companies Act, 2013 as amended from time to time and other applicable provisions of the Companies Act, 2013, if any and MCA Circulars, the Company is pleased to offer the option of remote e-voting facility to all the Shareholders of the Company ("Remote e-voting"). The instructions for electronic voting are annexed to this Notice.

12. As required by Rule 22 of the Companies (Management and Administration) Rules, 2014, details of dispatch of Notice through emails to the Shareholders will be published in at least one English language and one vernacular language newspaper circulating in Indore.



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THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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 **February 14, 2026 at 09.00 A.M.** and ends on **March 15, 2026 at 05.00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **February 06, 2026** 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.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period 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. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 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.

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-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.

4. 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 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

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.



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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 2109911
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 : 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.

(v) Login method for Remote e-Voting 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
 - 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.



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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 10digit 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.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) 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.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <**DOLLEX AGROTECH LIMITED**> on which you choose to vote.

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.



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- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **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 and to the Company at the email address viz; info@dollex.in , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



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 e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 2109911

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, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 2109911

By Order of the Board

For Dollex Agrotech Limited

Sd/-

Siddhi Banthiya

Company Secretary & Compliance Officer

Date: 13.02.2026

Place: Indore



Phone :
+91 731 2495505



Email :
info@dollex.in



Website :
www.dollex.in



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

ITEM NO. 1: Migration of the Equity shares of the Company from NSE Emerge Platform to the Main Board of BSE & NSE :

As the members are aware that the Company is listed on NSE SME Platform of the National Stock Exchange of India Limited (NSE) i.e NSE Emerge on **28thDecember, 2022**. The Listing helped Company in many aspects like enhanced branding, better transparency and accountability. Now the company proposes to migration on the main board of National Stock of Exchange of India Limited & Bombay Stock Exchange Listing on the main Board of National Stock of Exchange of India Limited & Bombay Stock Exchange will enhance participation of retail investors in large numbers and overall market capitalization of the Company may also get increased. Therefore, the Company intends to migrate to the Main Board of NSE & BSE as per the guidelines specified by the procedures laid down under Chapter IX of SEBI (ICDR) Regulations, 2018.

The proposed migration will not only broaden the shareholder base of the company by attracting participation from Institutional investors and large public stakeholders but also improve the Company's brand image, credibility and long term financing capabilities.

The Migration of the Company from **Emerge Platform** to the **Main Board of the National Stock of Exchange of India Limited & Bombay Stock Exchange Limited** is also subject to approval of Members by way of passing Special Resolution in terms of Chapter IX of ICDR Regulations. Provided Special Resolution shall be acted upon if and only if the votes cast by shareholders other than the promoters in favour of the proposal amount to at least two times the number of votes cast by Shareholders other than promoter shareholding against the proposal

Accordingly, the Board Recommends the resolution set forth in Item No. 1 to be passed as special resolution by the Members of the Company through Postal Ballot.

None of the Directors, Key Managerial Personnel or their relatives are in way concerned or interested in resolutions set forth in **Item No. 1** of this notice except to the extent of their shareholding held by them in the Company.



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Item: 2: Increase in Authorized Share Capital of the Company and Consequential Alteration of Memorandum of Association of the Company:

Presently, the Authorized Share Capital of the Company Rs. 40,00,00,000/- (Rupees Forty Crore) divided into 4,00,00,000 (Four Crore Equity Shares) equity shares of ` 10/- (Rupees Ten Only) each.

In order to facilitate the future requirements, if any, of the Company, it is proposed to increase the existing Authorized Share Capital of the Company from **Rs. 40,00,00,000/- (Rupees Forty Crore Only)** divided into **4,00,00,000 (Four Crore Equity Shares) equity shares of 10/- (Rupees Ten Only)** each to **Rs. 60,00,00,000/- (Rupees Sixty Crores Only)** divided into **6,00,00,000 (Six Crore) Equity shares of 10/- (Rupees Ten Only)** each ranking pari passu in all respect with the existing Equity Shares of the Company. The increase in the Authorized Share Capital as aforesaid would entail consequential alteration of the existing Clause V of the Memorandum of Association of the Company.

The increase in the Authorized Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company require Members' approvals in terms of Sections 13, 61 and 64 of the Companies Act, 2013 and any other applicable statutory and regulatory requirements.

The set of Memorandum of Association is available for inspection at the Registered Office of the Company during business hours between 11.00 A.M. to 2.00 P.M. on all working days of the Company (Except Saturday, Sundays and Public holidays).

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

Accordingly, approval of the Members of the Company is hereby sought by way of ordinary resolution as set out in Item No.2 of this Notice.

Item: 3 Regularization of Mr. Nadeem Khan (DIN: 00027212) as a Non-Executive Director (Non-Independent) of the Company

Pursuant to section 149, 152 and 161 of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors at their meeting held on **13th February, 2026**, based on the recommendation of Nomination and Remuneration Committee and subject to approval of members, approved appointment of **Mr. Nadeem Khan (DIN: 00027212)**, as an Additional Director (Non-Executive, Non-Independent) of the Company, with effect from 13th February, 2026.



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Further, the Board on recommendation of Nomination and Remuneration Committee has determined that the appointment of Mr. Nadeem Khan would be beneficial to the Company.

Brief Profile

Mr. **Nadeem Khan** is a highly organized and analytical finance professional with extensive experience in financial reporting, budgeting, forecasting, and business partnering. He has worked across senior finance roles at the University of Queensland, where he has led financial strategy development, variance analysis, automation initiatives, and management reporting. He is skilled in data-driven decision support, financial transformation, and stakeholder advisory, with strong expertise in tools such as Power BI, advanced Excel, and VBA. He is known for maintaining accuracy and quality in high-pressure environments and for mentoring teams to drive continuous improvement.

The relevant details, pursuant to regulation 36(3) of the LODR Regulations and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, in respect of Director seeking appointment is annexed.

As per provisions of Regulation 17(1C) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, approval of the shareholders has to be obtained at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mr. Nadeem Khan, who is son of Mr. Mehmood Khan, Managing Director & Mrs. Munni Khan, Whole Time Director, Brother of Mr. Anis Khan, Chief Executive Officer & Brother in Law of Mr. Khusro Nisar (Promoter Group), Other than this None of the Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in this resolution, except to the extent of their shareholding, if any.

The Board of Directors recommends the resolution as set out as Item No.3 in the Notice for approval of Members as an Ordinary Resolution.

By Order of the Board
For Dollex Agrotech Limited

Sd/-
Siddhi Banthiya
Company Secretary & Compliance Officer
Date:13.02.2026
Place: Indore



Dollex
Agrotech Ltd.



DOLLEX AGROTECH LIMITED

Reg. Office: 205, Naroli Arcade, 19/1, Manorama Ganj, Palasia Square, Indore-452001 (M.P.)

Factory: Village Erai, Tehsil Badoni Khurd, Dist. Datia-475686 (M.P.)

Formerly known as Dollex Agrotech Private Limited

Disclosure relating to Directors pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards on General Meetings:

Name	Mr. Nadeem Khan
DIN	00027212
Age	42 Years
Qualifications	Master of Commerce (Professional Accounting) - Griffith University, Australia Bachelor of Business Administration - India
Brief Profile including Expertise and Experience	Please refer to the explanatory statement to the resolution.
Directorships in other companies in India	Nil
Listed companies from which resigned in the past three years	Nil
Committee Memberships and Chairmanships	Member of Nomination & Remuneration Committee
Number of Board meetings attended during the year	Nil
Remuneration last drawn for the financial year	Nil
Remuneration sought to be paid	Nil
Terms and conditions of appointment	Appointment as Non - Executive, Non-Independent Director with effect from 13 th February, 2026, liable to retire by rotation.
Relationship with other Directors and KMP	Please refer to the explanatory statement to the resolution.
Date of first appointment on the Board	13 th February, 2026
Shareholding in Dollex Agrotech Limited	Nil



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