

**NOTICE**

**Notice** is hereby given that the Fifth Annual General Meeting (Adjourned) of the shareholders of BSE E-Agricultural Markets Limited will be held on shorter notice on **Wednesday, August 13, 2025 at 12:00 noon (IST)**, through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) to transact the following businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the period ended March 31, 2025 and the Balance Sheet as on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To re-appoint Shri Sanjay Kothari, Nominee Director (DIN: 00258316) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS**

3. **APPOINTMENT OF SHRI KAMLESH BALULAL JAGETIYA (DIN: 00013585) AS NOMINEE DIRECTOR 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 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, as amended from time to time, Shri Kamlesh Balulal Jagetiya (DIN: 00013585), who was appointed as an Additional Director of the Company, by the Board of Directors of the Company with effect from February 28, 2025, and whose term of office expires at this Annual General Meeting be and is hereby appointed as a Nominee Director (Category: Non-

Executive) of the Company, liable to retire by rotation with no sitting fee payable to him for attending any meeting of the Board or its Committees, if any.

**RESOLVED FURTHER THAT** any of the Directors or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient or incidental to give effect to the said resolution.”

#### **4. APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY**

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

**“RESOLVED THAT** subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/S ABV and Company, Chartered Accountants (FRN: 134179W), be and are hereby appointed as Statutory Auditor of the Company, to fill the casual vacancy caused by the resignation of M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W).”

**“RESOLVED FURTHER THAT** M/S ABV and Company, Chartered Accountants (FRN: 134179W) to hold the office from April 30, 2025 until the conclusion of the Fifth Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and duly approved by the Board of Directors of the Company.”

#### **5. APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY FOR A TERM OF FIVE YEARS BEGINNING FROM THE FINANCIAL YEAR 2025-26**

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

**“RESOLVED THAT** subject to the provisions of Section 139, 141, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/S ABV and Company, Chartered Accountants (FRN: 134179W), be and are hereby appointed as the Statutory Auditor of the Company, to hold the office from the conclusion of Fifth Annual General Meeting, for a single term of 5 (five) years viz. upto

conclusion of Tenth Annual General Meeting, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and duly approved by the Board of Directors of the Company”.

**“RESOLVED FURHTER THAT** any of the Directors or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient or incidental to give effect to the said resolution”.

**For and on behalf of Board**

**BSE E-Agricultural Markets Limited**

**Sd/-**

**Kapi Maheshwari**

**Company Secretary**

**Membership No. 68512**

**Date: August 06, 2025**

**Place: Gurugram**

**Regd. Office:** 25th Floor, P. J. Towers, Dalal Street, Mumbai – 400001.

## **NOTES**

- 1.** The AGM will be held through Video Conferencing (VC) in compliance with applicable provisions of Ministry of Corporate Affairs (MCA) and General Circular No. 09/2024 dated September 19, 2024, read with circular no.(s) 09/2023, 10/2022, 02/2022, 21/2021 and 20/2020 dated September 25, 2023, December 28, 2022, May 5, 2022, December 14, 2021 and May 5, 2020 respectively. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 2.** Electronic copies of this Notice and financial statements (including Boards report, Auditors report and other Annexures forming part of Boards report) has been sent to all the members whose e-mail IDs are available with the Company/Depository Participant.
- 3.** Members who have still not registered their e-mail ID or willing to update their existing e-mail ID are requested to get the same registered/updated by sending the requisite details (Name, folio number, number of shares, etc.) of their shareholding through their Depository Participant.
- 4.** The voting at the meeting will be conducted through show of hands, unless a demand for poll is made by any member in accordance with section 109 of Companies Act, 2013. Once such demand is made then all the members attending the meeting will be required to convey their vote, during the meeting, by sending an email, mentioning their assent/dissent on [kapi.maheshwari@bsebeamagri.com](mailto:kapi.maheshwari@bsebeamagri.com), which is the designated email ids of the Company for this purpose.
- 5.** As the AGM will be held through VC where the physical attendance of the members is dispensed with, the facility of appointment of proxies by members will not be available for the Meeting, hence the Proxy Form and Attendance Slip are not annexed to this notice.

6. Corporate Members intending to authorize their representatives to attend the meeting through VC are requested to send to the Company on their email id [kapi.maheshwari@bsebeamagri.com](mailto:kapi.maheshwari@bsebeamagri.com), a certified copy of the Board resolution authorizing such a representative to attend and vote on their behalf at the meeting.
7. As the AGM of the Company is held through VC, we therefore request the members to submit questions in advance relating to the business specified in the Notice on the email id: [kapi.maheshwari@bsebeamagri.com](mailto:kapi.maheshwari@bsebeamagri.com)
8. All relevant documents referred in the Notice shall be available for inspection through electronic mode, up to the date of AGM.
9. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting through electronic mode.
10. Explanatory statement pursuant to section 102 of Companies Act, 2013 is annexed.
11. This AGM is being held in continuation with the AGM held on July 24, 2025 which was adjourned for the want of Quorum as per provisions of section 103 of the Companies Act, 2013 and the date and time of which has later been decided by the Board by circular resolution dated August 06, 2025.
12. **Procedure for attending the AGM through Video Conferencing:**
  - i. Members are requested to download the Cisco Webex Meetings app to attend the AGM through Video Conferencing by clicking on the link mentioned in the email.

- ii. The facility for joining the AGM shall open 15 minutes before the scheduled time for commencement of the AGM and shall be closed after the expiry of 15 minutes after such scheduled time.
- iii. Members attending the meeting through Video Conferencing shall be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
- iv. Members who need assistance before or during the meeting, can contact on the following number: 9929834657.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

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**Item No. 2:**

In terms of Section 152 of the Companies Act, 2013, Shri Sanjay Kothari, Nominee Director (DIN: 00258316), Nominee Director retires by rotation at the Meeting and being eligible, offers himself for re-appointment.

Details of Director retiring by rotation as required to be provided pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

<b>Name</b>	SANJAY KOTHARI
<b>DIN:</b>	00258316
<b>Date of Birth</b>	04-11-1963
<b>Age</b>	62
<b>Qualification</b>	CA, CS, ICWAI, ICFAI
<b>Experience</b>	35+ years
<b>Terms and Conditions of re-appointment</b>	Liable to retire by rotation
<b>Remuneration proposed to be paid</b>	Nil
<b>Remuneration last drawn</b>	Nil
<b>Date of first appointment on the Board</b>	23-02-2022
<b>Shareholding in the Company</b>	Nil
<b>Relationship with other Directors / Managerial Personnel</b>	NA
<b>Number of Meetings of the Board attended during the financial year 2023-24</b>	3
<b>Details of other Directorships</b>	1. Anantroop Financial Advisory Services Private Limited 2. Golden Quadrilateral Financial Advisory Services Private Limited

	3. Anantroop Media Works Private Limited 4. System International Private Limited 5. Sanatan Financial Advisory Private Limited 6. Jaichandi Investment Services Private Limited 7. DBH Buildcon Private Limited 8. Tathastu Consulting Private Limited 9. Basera Home Finance Private Limited 10. Clean Science and Technology Limited. 11. Birla Precision Technologies Limited 12. Ramkrishna Forgings Ltd. 13. Chartered Finance and Leasing Ltd. 14. MK Center of Enterprenuership Foundation
<b>Membership/Chairmanship of Committees of other Boards*</b>	1. Clean Science and Technology Limited- Audit Committee, Stakeholders Relationship Committee, Risk Management Committee 2. Birla Precision Technologies Limited- CSR Committee, Stakeholders Relationship Committee 3. Ramkrishna Forgings Limited- Risk Management Committee, CSR Committee, Nomination and remuneration committee

The Board recommends passing of the Ordinary Resolution as set out at item no. 2 for approval by the Members.

None of the Directors except Shri Sanjay Kothari, Nominee Director (DIN: 00258316) are interested in the proposed resolution.



**Item No. 3:**

The Board of Directors of BSE Investments Limited ('BSEIL'), our investors, have informed BSE E-Agricultural Markets Limited ('Company') about nomination of Shri Kamlesh Balulal Jagetiya (DIN: 00013585), General Manager-Finance and Accounts, BSE Limited to be appointed as a Nominee Director on the Board of the Company representing BSEIL pursuant to the Joint Venture Agreement dated March 05, 2021 between BSEIL, Frontier Agriculture Platforms Private Limited ('FAPL') and our Company. Consequently, the Board of Directors of the Company vide circular resolution dated February 28, 2025 had appointed Shri Kamlesh Balulal Jagetiya (DIN: 00013585) as its Additional Director.

It is informed that as per section 161 (1) of the Companies Act, 2013, the Additional Director of a Company shall hold office up to the date of the next Annual General Meeting ('AGM') or the last date on which the AGM should have been held, whichever is earlier. Accordingly, the tenure of Shri Kamlesh Balulal Jagetiya (DIN: 00013585) concludes at the upcoming Annual General Meeting.

Further, the Board of Directors of the Company have recommended his appointment as a nominee director of the Company in their Board Meeting held on April 29, 2025.

Details of Director as required to be provided pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

<b>Name</b>	Kamlesh Balulal Jagetiya
<b>DIN:</b>	00013585
<b>Date of Birth</b>	22-04-1974
<b>Age</b>	51 years
<b>Qualification</b>	CA
<b>Experience</b>	25+ years
<b>Terms and Conditions of re-appointment</b>	Liable to retire by rotation
<b>Remuneration proposed to be paid</b>	Nil
<b>Remuneration last drawn</b>	Nil

<b>Date of first appointment on the Board</b>	28-02-2025
<b>Shareholding in the Company</b>	Nil
<b>Relationship with other Directors / Managerial Personnel</b>	NA
<b>Number of Meetings of the Board attended during the financial year 2023-24</b>	Nil
<b>Details of other Directorships</b>	Nil
<b>Membership/Chairmanship of Committees of other Boards*</b>	Nil

The Board recommends passing of the Ordinary Resolution as set out at item no. 3 for approval by the Members.

None of the Directors except Shri Kamlesh Balulal Jagetiya (DIN: 00013585) are interested in the proposed resolution.

**Item No. 4:**

The Members of the Company at its 1st Annual General Meeting held on May 27, 2021 had appointed M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) as Statutory Auditor of the Company to hold office from the conclusion of 1<sup>st</sup> Annual General Meeting till the conclusion of 6<sup>th</sup> Annual General Meeting of the Company to be held in year 2026.

M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) vide their letter dated April 29, 2025 have resigned from the position of Statutory Auditor of the due to concerns over the adequacy of audit fees, thereby resulting into casual vacancy in the office of Statutory Auditor of the Company as per the provisions of Section 139(8) of the Companies Act, 2013.

Accordingly pursuant to the provisions of Section 139(8) of the Companies Act, 2013, the Board of Directors in their meeting held on April 29, 2025 has appointed M/S ABV and

Company, Chartered Accountants (FRN: 134179W) to hold office as the Statutory Auditor of the Company till the conclusion of 5<sup>th</sup> Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) subject to approval by the members at the 5<sup>th</sup> Annual General Meeting of the Company at such remuneration plus applicable taxes and out of the pocket expenses as may be determined and duly approved by the Board of Directors of the Company.

In this regard, the Company has received the consent letter and eligibility certificate for M/S ABV and Company, Chartered Accountants (FRN: 134179W) to act as the Statutory Auditor of the Company in place of M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) along with the confirmation that, their appointment if made, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned of interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board recommends the Ordinary Resolution as set out at item No. 4 in the Notice for approval of the members.

**Item No 5:**

Pursuant to Section 139 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, the Board of Directors at its meeting held on April 29, 2025 have recommended the appointment of M/S ABV and Company, Chartered Accountants (FRN: 134179W) as Statutory Auditor of the Company to hold office for a period of five years from the conclusion of the 5<sup>th</sup> Annual General Meeting till the conclusion of 10<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030 at such remuneration plus applicable taxes and out of the pocket expenses as may be determined and duly approved by the Board of Directors of the Company.

The Company has received the consent letter and eligibility certificate from M/S ABV and Company, Chartered Accountants (FRN: 134179W) to act as the Statutory Auditor of the Company along with the confirmation that, their appointment if made, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board recommends the Ordinary Resolution as set out at item No. 5 in the Notice for approval of the members.

**For and on behalf of Board**

**BSE E-Agricultural Markets Limited**

**Sd/-**

**Kapi Maheshwari**

**Company Secretary**

**Membership No. 68512**

**Date: August 06, 2025**

**Place: Gurugram**

**Regd. Office: 25th Floor, P. J. Towers, Dalal Street, Mumbai – 400001.**

## **NOTICE**

**Notice** is hereby given that the Fifth Annual General Meeting of the shareholders of BSE E-Agricultural Markets Limited will be held on **Thursday, July 24, 2025 at 12:00 noon (IST)**, through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) to transact the following businesses:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the period ended March 31, 2025 and the Balance Sheet as on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To re-appoint Shri Sanjay Kothari, Nominee Director (DIN: 00258316) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

### **SPECIAL BUSINESS**

3. **APPOINTMENT OF SHRI KAMLESH BALULAL JAGETIYA (DIN: 00013585) AS NOMINEE DIRECTOR 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 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Articles of Association of the Company, as amended from time to time, Shri Kamlesh Balulal Jagetiya (DIN: 00013585), who was appointed as an Additional Director of the Company, by the Board of Directors of the Company with effect from February 28, 2025, and whose term of office expires at this Annual General Meeting be and is hereby appointed as a Nominee Director (Category: Non-

Executive) of the Company, liable to retire by rotation with no sitting fee payable to him for attending any meeting of the Board or its Committees, if any.

**RESOLVED FURTHER THAT** any of the Directors or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient or incidental to give effect to the said resolution.”

#### **4. APPOINTMENT OF STATUTORY AUDITOR TO FILL CASUAL VACANCY**

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

**“RESOLVED THAT** subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/S ABV and Company, Chartered Accountants (FRN: 134179W), be and are hereby appointed as Statutory Auditor of the Company, to fill the casual vacancy caused by the resignation of M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W).”

**“RESOLVED FURTHER THAT** M/S ABV and Company, Chartered Accountants (FRN: 134179W) to hold the office from April 30, 2025 until the conclusion of the Fifth Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and duly approved by the Board of Directors of the Company.”

#### **5. APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY FOR A TERM OF FIVE YEARS BEGINNING FROM THE FINANCIAL YEAR 2025-26**

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

**“RESOLVED THAT** subject to the provisions of Section 139, 141, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/S ABV and Company, Chartered Accountants (FRN: 134179W), be and are hereby appointed as the Statutory Auditor of the Company, to hold the office from the conclusion of Fifth Annual General Meeting, for a single term of 5 (five) years viz. upto

conclusion of Tenth Annual General Meeting, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and duly approved by the Board of Directors of the Company”.

**“RESOLVED FURHTER THAT** any of the Directors or Company Secretary of the Company be and are hereby authorized to do all such acts, deeds and things as may be necessary, proper, expedient or incidental to give effect to the said resolution”.

**For and on behalf of Board**

**BSE E-Agricultural Markets Limited**

**Sd/-**

**Kapi Maheshwari**

**Company Secretary**

**Membership No. 68512**

**Date:** April 29, 2025

**Place:** Mumbai

**Regd. Office:** 25th Floor, P. J. Towers, Dalal Street, Mumbai – 400001.

## **NOTES**

1. The AGM will be held through Video Conferencing (VC) in compliance with applicable provisions of Ministry of Corporate Affairs (MCA) and General Circular No. 09/2024 dated September 19, 2024, read with circular no.(s) 09/2023, 10/2022, 02/2022, 21/2021 and 20/2020 dated September 25, 2023, December 28, 2022, May 5, 2022, December 14, 2021 and May 5, 2020 respectively. Accordingly, the facility for appointment of proxies will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
2. Electronic copies of this Notice and financial statements (including Boards report, Auditors report and other Annexures forming part of Boards report) has been sent to all the members whose e-mail IDs are available with the Company/Depository Participant.
3. Members who have still not registered their e-mail ID or willing to update their existing e-mail ID are requested to get the same registered/updated by sending the requisite details (Name, folio number, number of shares, etc.) of their shareholding through their Depository Participant.
4. The voting at the meeting will be conducted through show of hands, unless a demand for poll is made by any member in accordance with section 109 of Companies Act, 2013. Once such demand is made then all the members attending the meeting will be required to convey their vote, during the meeting, by sending an email, mentioning their assent/dissent on [kapi.maheshwari@bsebeamagri.com](mailto:kapi.maheshwari@bsebeamagri.com), which is the designated email ids of the Company for this purpose.
5. As the AGM will be held through VC where the physical attendance of the members is dispensed with, the facility of appointment of proxies by members will not be available for the Meeting, hence the Proxy Form and Attendance Slip are not annexed to this notice.



6. Corporate Members intending to authorize their representatives to attend the meeting through VC are requested to send to the Company on their email id [kapi.maheshwari@bsebeamagri.com](mailto:kapi.maheshwari@bsebeamagri.com), a certified copy of the Board resolution authorizing such a representative to attend and vote on their behalf at the meeting.
7. As the AGM of the Company is held through VC, we therefore request the members to submit questions in advance relating to the business specified in the Notice on the email id: [kapi.maheshwari@bsebeamagri.com](mailto:kapi.maheshwari@bsebeamagri.com)
8. All relevant documents referred in the Notice shall be available for inspection through electronic mode, up to the date of AGM.
9. Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting through electronic mode.
10. Explanatory statement pursuant to section 102 of Companies Act, 2013 is annexed.
11. **Procedure for attending the AGM through Video Conferencing:**
  - i. Members are requested to download the Cisco Webex Meetings app to attend the AGM through Video Conferencing by clicking on the link mentioned in the email.
  - ii. The facility for joining the AGM shall open 15 minutes before the scheduled time for commencement of the AGM and shall be closed after the expiry of 15 minutes after such scheduled time.

- iii. Members attending the meeting through Video Conferencing shall be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
- iv. Members who need assistance before or during the meeting, can contact on the following number: 9929834657.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

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**Item No. 2:**

In terms of Section 152 of the Companies Act, 2013, Shri Sanjay Kothari, Nominee Director (DIN: 00258316), Nominee Director retires by rotation at the Meeting and being eligible, offers himself for re-appointment.

Details of Director retiring by rotation as required to be provided pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

<b>Name</b>	SANJAY KOTHARI
<b>DIN:</b>	00258316
<b>Date of Birth</b>	04-11-1963
<b>Age</b>	62
<b>Qualification</b>	CA, CS, ICWAI, ICFAI
<b>Experience</b>	35+ years
<b>Terms and Conditions of re-appointment</b>	Liable to retire by rotation
<b>Remuneration proposed to be paid</b>	Nil
<b>Remuneration last drawn</b>	Nil
<b>Date of first appointment on the Board</b>	23-02-2022
<b>Shareholding in the Company</b>	Nil
<b>Relationship with other Directors / Managerial Personnel</b>	NA
<b>Number of Meetings of the Board attended during the financial year 2023-24</b>	3
<b>Details of other Directorships</b>	1. Anantroop Financial Advisory Services Private Limited 2. Golden Quadrilateral Financial Advisory Services Private Limited

	3. Anantroop Media Works Private Limited 4. System International Private Limited 5. Sanatan Financial Advisory Private Limited 6. Jaichandi Investment Services Private Limited 7. DBH Buildcon Private Limited 8. Tathastu Consulting Private Limited 9. Basera Home Finance Private Limited 10. Clean Science and Technology Limited. 11. Birla Precision Technologies Limited 12. Ramkrishna Forgings Ltd. 13. Chartered Finance and Leasing Ltd. 14. MK Center of Enterprenuership Foundation
<b>Membership/Chairmanship of Committees of other Boards*</b>	1. Clean Science and Technology Limited- Audit Committee, Stakeholders Relationship Committee, Risk Management Committee 2. Birla Precision Technologies Limited- CSR Committee, Stakeholders Relationship Committee 3. Ramkrishna Forgings Limited- Risk Management Committee, CSR Committee, Nomination and remuneration committee

The Board recommends passing of the Ordinary Resolution as set out at item no. 2 for approval by the Members.

None of the Directors except Shri Sanjay Kothari, Nominee Director (DIN: 00258316) are interested in the proposed resolution.

**Item No. 3:**

The Board of Directors of BSE Investments Limited ('BSEIL'), our investors, have informed BSE E-Agricultural Markets Limited ('Company') about nomination of Shri Kamlesh Balulal Jagetiya (DIN: 00013585), General Manager-Finance and Accounts, BSE Limited to be appointed as a Nominee Director on the Board of the Company representing BSEIL pursuant to the Joint Venture Agreement dated March 05, 2021 between BSEIL, Frontier Agriculture Platforms Private Limited ('FAPL') and our Company. Consequently, the Board of Directors of the Company vide circular resolution dated February 28, 2025 had appointed Shri Kamlesh Balulal Jagetiya (DIN: 00013585) as its Additional Director.

It is informed that as per section 161 (1) of the Companies Act, 2013, the Additional Director of a Company shall hold office up to the date of the next Annual General Meeting ('AGM') or the last date on which the AGM should have been held, whichever is earlier. Accordingly, the tenure of Shri Kamlesh Balulal Jagetiya (DIN: 00013585) concludes at the upcoming Annual General Meeting.

Further, the Board of Directors of the Company have recommended his appointment as a nominee director of the Company in their Board Meeting held on April 29, 2025.

Details of Director as required to be provided pursuant to the provisions of Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India are provided herein below:

<b>Name</b>	Kamlesh Balulal Jagetiya
<b>DIN:</b>	00013585
<b>Date of Birth</b>	22-04-1974
<b>Age</b>	51 years
<b>Qualification</b>	CA
<b>Experience</b>	25+ years
<b>Terms and Conditions of re-appointment</b>	Liable to retire by rotation
<b>Remuneration proposed to be paid</b>	Nil
<b>Remuneration last drawn</b>	Nil

<b>Date of first appointment on the Board</b>	28-02-2025
<b>Shareholding in the Company</b>	Nil
<b>Relationship with other Directors / Managerial Personnel</b>	NA
<b>Number of Meetings of the Board attended during the financial year 2023-24</b>	Nil
<b>Details of other Directorships</b>	Nil
<b>Membership/Chairmanship of Committees of other Boards*</b>	Nil

The Board recommends passing of the Ordinary Resolution as set out at item no. 3 for approval by the Members.

None of the Directors except Shri Kamlesh Balulal Jagetiya (DIN: 00013585) are interested in the proposed resolution.

**Item No. 4:**

The Members of the Company at its 1st Annual General Meeting held on May 27, 2021 had appointed M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) as Statutory Auditor of the Company to hold office from the conclusion of 1<sup>st</sup> Annual General Meeting till the conclusion of 6<sup>th</sup> Annual General Meeting of the Company to be held in year 2026.

M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) vide their letter dated April 29, 2025 have resigned from the position of Statutory Auditor of the due to concerns over the adequacy of audit fees, thereby resulting into casual vacancy in the office of Statutory Auditor of the Company as per the provisions of Section 139(8) of the Companies Act, 2013.

Accordingly pursuant to the provisions of Section 139(8) of the Companies Act, 2013, the Board of Directors in their meeting held on April 29, 2025 has appointed M/S ABV and

Company, Chartered Accountants (FRN: 134179W) to hold office as the Statutory Auditor of the Company till the conclusion of 5<sup>th</sup> Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) subject to approval by the members at the 5<sup>th</sup> Annual General Meeting of the Company at such remuneration plus applicable taxes and out of the pocket expenses as may be determined and duly approved by the Board of Directors of the Company.

In this regard, the Company has received the consent letter and eligibility certificate for M/S ABV and Company, Chartered Accountants (FRN: 134179W) to act as the Statutory Auditor of the Company in place of M/s Dalal Doctor & Associates, Chartered Accountants (FRN: 120833W) along with the confirmation that, their appointment if made, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned of interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board recommends the Ordinary Resolution as set out at item No. 4 in the Notice for approval of the members.

**Item No 5:**

Pursuant to Section 139 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, the Board of Directors at its meeting held on April 29, 2025 have recommended the appointment of M/S ABV and Company, Chartered Accountants (FRN: 134179W) as Statutory Auditor of the Company to hold office for a period of five years from the conclusion of the 5<sup>th</sup> Annual General Meeting till the conclusion of 10<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030 at such remuneration plus applicable taxes and out of the pocket expenses as may be determined and duly approved by the Board of Directors of the Company.

The Company has received the consent letter and eligibility certificate from M/S ABV and Company, Chartered Accountants (FRN: 134179W) to act as the Statutory Auditor of the Company along with the confirmation that, their appointment if made, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board recommends the Ordinary Resolution as set out at item No. 5 in the Notice for approval of the members.

**For and on behalf of Board**

**BSE E-Agricultural Markets Limited**

**Sd/-**

**Kapi Maheshwari**

**Company Secretary**

**Membership No. 68512**

**Date:** April 29, 2025

**Place:** Mumbai

**Regd. Office:** 25th Floor, P. J. Towers, Dalal Street, Mumbai – 400001.