



GOEL FOOD PRODUCTS LIMITED

76/1/2, Golaghata Road, (VIP Road), Kolkata-700 048

CIN: L51909WB1996PLC076909

Phone: +91 89613 33312

E-mail: info@goelfood.com, bikabanquets@gmail.com

Website: www.bikafood.com

NOTICE OF THE 29th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 29th ANNUAL GENERAL MEETING OF GOEL FOOD PRODUCTS LIMITED (FORMERLY KNOWN AS GOEL FOOD PRODUCTS PRIVATE LIMITED) WILL BE HELD ON FRIDAY, 12TH SEPTEMBER, 2025 AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT 76/1/2 GOLAGHATA ROAD, (VIP ROAD), KOLKATA - 700048, WEST BENGAL, TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

- 1. To consider and approve the Audited Financial Statements of the Company together with Statement of Assets and Liabilities for the Financial Year ended March 31, 2025 and Reports of the Board of Directors and the Auditors thereon.**
- 2. To appoint a Director in place of Ms. Dinesh Goyal (DIN: 00881868), who retires by rotation and being eligible, offers herself for reappointment.**

SPECIAL BUSINESS:

- 3. To approve increase in managerial remuneration payable to Mr. Dinesh Goyal (DIN: 00881868), Managing Director and CFO of the Company**

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and further the approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the revision in the remuneration payable to Mr. Dinesh Goyal (DIN: 00881868), Managing Director and CFO of the Company, as detailed below:

A. Remuneration:

- A consolidated monthly salary of **Rs. 2,50,000/- (Rupees Two Lakh Fifty Thousand only)** inclusive of all allowances and perquisites, aggregating to **Rs. 30,00,000/- (Rupees Thirty Lakh only)** per annum.

B. Perquisites and Benefits:



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- The Managing Director shall continue to be entitled to perquisites, benefits, and other facilities as per the existing policies of the Company or as may be approved by the Board from time to time, which shall be included within the overall remuneration limit specified above.

“RESOLVED FURTHER THAT notwithstanding anything herein contained, in the event of inadequacy or absence of profits in any Financial Year, the remuneration payable by Company to Mr. Dinesh Goyal shall be subject to the limits prescribed under Schedule V of the Companies Act, 2013, or any statutory modification(s) thereof.”

RESOLVED FURTHER THAT any other director be and is hereby authorized to do all such acts, deeds, matters, and things, including filing of necessary forms or returns with the Registrar of Companies, execution of such documents, agreements, and writings as may be required, and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

4. To approve increase in managerial remuneration payable to Ms. Rashmi Goyal (DIN: 05253256), Executive Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder (including any statutory modifications or re-enactments thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the revision in the remuneration payable to Ms. Rashmi Goyal (DIN: 05253256), Executive Director of the Company, as detailed below:

A. Remuneration:

- A consolidated monthly salary of Rs. 2,50,000/- (Rupees Two Lakh Fifty Thousand only) inclusive of all allowances and perquisites, aggregating to Rs. 30,00,000/- (Rupees Thirty Lakh only) per annum.

“RESOLVED FURTHER THAT notwithstanding anything herein contained, in the event of inadequacy or absence of profits in any Financial Year, the remuneration payable by Company to Ms. Rashmi Goyal shall be subject to the limits prescribed under Schedule V of the Companies Act, 2013, or any statutory modification(s) thereof.”

RESOLVED FURTHER THAT any of the director be and is hereby authorized to do all such acts, deeds, matters, and things, including filing of necessary forms or returns with the Registrar of Companies,

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execution of such documents, agreements, and writings as may be required, and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

By the Order of the Board of Directors

SD/-

Ruchi Fitkariwala
Company Secretary and Compliance Officer
(Membership No. A64870)

Place: Kolkata
Date: 19.08.2025

NOTES:

1. A member entitled to attend the meeting and vote there at is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company.

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in the aggregate not more than ten percent (10%) of the total Share Capital of the Company carrying voting rights. A member holding more than ten percent (10%) of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.

The instrument appointing proxies, effective, should be duly stamped, completed and signed and should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send, to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. Members/Proxies should bring the Attendance Slip sent herewith, duly filled in and signed, for



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attending the meeting.

4. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the RTA of the Company (i.e., 'Bigshare Services Private Limited').
5. As per Regulation 40 of SEBI (LODR) Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from 1 April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Big share Services Private Limited for assistance in this regard.
6. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Bigshare Services Private Limited, for consolidation into a single folio.
7. Members joining the meeting through physical mode, who have not already cast their vote by means of remote E-Voting, shall be able to exercise their right to vote through 'Ballot Paper' at the AGM. The members who have cast their vote by remote E-Voting prior to the AGM may also join the AGM through physical mode but shall not be entitled to cast their vote again.
8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. To support the 'Green Initiative', the Members are requested to register/update their e-mail Id's, contact details and addresses with the RTA 'Bigshare Services Private Limited'/Depositories for receiving all communications including Annual Report, Notices, Circulars, etc., from the Company electronically.
10. The Notice of the 29th Annual General Meeting along with the Annual Report 2025 shall be sent by electronic mode to those Members whose mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
11. Members may also note that the Notice of 29th Annual General Meeting and the Annual Report for financial year 2024-25 will be available on Company's website, 'www.bikafood.com'. The physical copies of the previously mentioned documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who have any queries may write to us at info@goelfood.com.



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12. The Auditors Report pursuant to Section 145 of the Companies Act, 2013, Register of Directors & Key Managerial Personnel and their Shareholdings pursuant to Section 170, Register of Contracts or Arrangements in which Directors are interested pursuant to Section 189 and the Register of Proxies, will be available for inspection by the members at the venue of Annual General Meeting (AGM).
13. All documents referred to in the Notice and accompanying Explanatory Statement, as well as the Annual Report, are open for inspection at the registered office of the company on all working days up-to the date of the AGM.
14. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The prescribed nomination form can be obtained from the website of the Registrar and Share Transfer Agent of the Company i.e., www.bigshareonline.com.
15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
16. In case of any queries regarding the Annual Report, the Members may write to info@goelfood.com.
17. Route Map showing directions to reach the venue of 29th Annual General Meeting is given at the end of this Notice.
18. The Company has appointed Ms. Ankita Dutta, Partner at M/s. Mamta Binani & Associates, Practicing Company Secretaries Firm, to act as the Scrutinizer, to scrutinize the e-Voting process and voting through 'Ballot Paper' in a fair and transparent manner.
19. The Voting rights of Members shall be in proportion to their shares in the paid-up share capital of the Company as on the cut-off date.
20. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:
 - a. the change in the residential status on return to India for permanent settlement, and
 - b. the particulars of the NRE account with a Bank in India, if not furnished earlier.
21. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the Cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if he/she is already registered with NSDL for remote e-Voting then he/she can use his/her existing User ID and password for casting the vote.



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22. Members seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company through an email at info@goelfood.com.
23. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members the facility to exercise their right to vote, on all the resolutions set forth in the Notice of 29th Annual General Meeting of the Company, by electronic means through the remote e-voting services provided by National Securities Depository Limited (NSDL).

The Members, whose name appear in the Register of Members, holding shares in physical or in dematerialized form, as on Cut-off date, are entitled to cast their votes on the resolutions set forth in this Notice.

The Members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting'). The remote E-voting shall commence at **Tuesday, 9th September 2025 at 9:00 A.M.** and end on **Thursday, 11th September 2025 at 5:00 P.M.**

In addition, the facility for voting by use of 'Ballot Paper' shall also be made available at the Annual General Meeting, for all those members who are present at the Annual General Meeting but have not cast their votes by remote E-voting.

The members desirous to vote through remote E-voting are requested to refer to the detailed procedure given hereinafter.



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ANNEXURE TO THE NOTICE

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

The explanatory statement stated below sets out the following material facts relating to the Special Business as mentioned in the Items specified in the notice: -

ITEM NO. 3: - TO APPROVE INCREASE IN MANAGERIAL REMUNERATION PAYABLE TO MR. DINESH GOYAL (DIN: 00881868), MANAGING DIRECTOR AND CFO OF THE COMPANY

Mr. Dinesh Goyal (DIN: 00881868) has been serving as the **Managing Director and Chief Financial Officer (CFO)** of the Company. Considering his valuable contributions to the Company's growth, leadership capabilities, strategic direction, and the responsibilities being shouldered by him, the **Nomination and Remuneration Committee** and the **Board of Directors**, at their respective meetings held on 11th day of August, 2025, have approved the revision in his remuneration, subject to the approval of the Members of the Company.

The proposed revision in remuneration is as follows:

- **Monthly Remuneration:** ₹2,50,000 (Rupees Two Lakh Fifty Thousand only),
- **Annual Remuneration:** ₹30,00,000 (Rupees Thirty Lakh only),
- **Inclusion of Perquisites & Benefits:** This consolidated amount includes all allowances, perquisites, and benefits payable to him as per the Company's policy or as may be approved by the Board of Directors from time to time.

The remuneration is in accordance with the provisions of Sections 196, 197, 198, and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and rules made thereunder. In the event of loss or inadequacy of profits in any financial year, the above remuneration shall be treated as minimum remuneration in accordance with Schedule V of the Companies Act, 2013.

The Board recommends the passing of the Special Resolution as set out in the accompanying Notice for the approval of the Members.

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Except **Mr. Dinesh Goyal**, and his relatives to the extent of their shareholding or directorship, if any, in the Company, no other Director, Key Managerial Personnel, is interested in the proposed resolution.

ITEM NO. 4: - TO APPROVE INCREASE IN MANAGERIAL REMUNERATION PAYABLE TO MS. RASHMI GOYAL (DIN: 05253256), EXECUTIVE DIRECTOR OF THE COMPANY

Ms. Rashmi Goyal (DIN: 05253256) has been serving as the **Executive Director** of the Company. Taking into account her leadership, contributions to the growth and strategic direction of the Company, and increasing responsibilities, the **Nomination and Remuneration Committee** and the **Board of Directors** at their respective meetings held on 11th day of August, 2025 have recommended and approved the revision in her remuneration, subject to the approval of the Members of the Company.

The key terms of the revised remuneration are as follows:

- **Monthly Remuneration:** ₹2,50,000 (Rupees Two Lakh Fifty Thousand only)
- **Annual Remuneration:** ₹30,00,000 (Rupees Thirty Lakh only)

The remuneration is in accordance with the applicable provisions of the Companies Act, 2013, including Sections 196, 197, 198, and 203 read with Schedule V and relevant rules made thereunder. In case of loss or inadequacy of profits in any Financial Year during the tenure, the remuneration as stated above shall be paid as minimum remuneration, subject to the limits prescribed under Schedule V of the Companies Act, 2013

The Board recommends passing of the Special Resolution as set out in the accompanying Notice for the approval of the Members.

Except **Ms. Rashmi Goyal**, and her relatives to the extent of their shareholding or directorship, if any, in the Company, no other Director, Key Managerial Personnel, is interested in the proposed resolution.

By the Order of the Board of Directors

SD/-

Ruchi Fitkariwala
Company Secretary and Compliance Officer
(Membership No. A64870)

Place: Kolkata
Date: 19.08.2025

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DETAILS OF THE DIRECTOR SEEKING RE-APPOINTMENT

Name	DINESH GOYAL
Date of Birth	14.02.1974
Qualification	Graduate
Expertise in specific functional areas	Commerce

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Directorship in other companies & LLP	<u>Companies</u> 1. ERAGON SALES PRIVATE LIMITED 2. BRIJDHARA VANIJYA PRIVATE LIMITED 3. UJESH BANQUETS PRIVATE LIMITED 4. HILLTOP HEALTHCARE CENTRE LTD. 5. SUBHREKHA BUSINESS PRIVATE LIMITED 6. MAKELIFE CONSTRUCTION PRIVATE LIMITED 7. MAHAMANI NIRMAN PRIVATE LIMITED <u>LLPs</u> 1. AKANSHA BANQUET LLP
Number of shares held in the Company	1792000
DIN	00881868
Disclosure of Relationship between directors	Husband of Director, Ms. Rashmi Goyal and Father of Director, Mr. Yatharth Goyal
Names of the other listed entities in which the person also holds the directorship and the membership of Committees of the board	N.A

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Name of listed entities from which the person has resigned in the past three years	N.A
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A

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

The remote e-voting period begins on Tuesday, 9th September 2025 at 9:00 A.M. and ends on Thursday, 11th September 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. 5th September, 2025, 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 5th September, 2025.

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 e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
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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. 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>
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 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.**



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	NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
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 user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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. 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 a e-Voting link available on www.cdslindia.com home page. The system will authenticate the



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	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) 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



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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*****

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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***
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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.



GOEL FOOD PRODUCTS LIMITED

76/1/2, Golaghata Road, (VIP Road), Kolkata-700 048

CIN: L51909WB1996PLC076909

Phone: +91 89613 33312

E-mail: info@goelfood.com, bikabanquets@gmail.com

Website: www.bikafood.com

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 company 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.



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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 office@mamtabinaniandassociates.com with a copy marked to evoting@nsdl.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 to Mr. Pritam Dutta, Assistant Manager at pritamd@nsdl.com / evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories 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), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@goelfood.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to info@goelfood.com. If you are an Individual shareholders 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 shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for E-voting by providing above mentioned documents.



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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 e-Voting facility.
5. 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 e-Voting facility.

By the Order of the Board of Directors

SD/-

Ruchi Fitkariwala
Company Secretary and Compliance Officer
(Membership No. A64870)

Place: Kolkata
Date: 19.08.2025



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ATTENDANCE SLIP

GOEL FOOD PRODUCTS LIMITED

CIN: L51909WB1996PLC076909

Registered Office: 76/1/2 GOLAGHATA ROAD, KOLKATA- 700048, WEST BENGAL

29th Annual General Meeting, 12th September, 2025

Please fill attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 29th Annual General Meeting held at 76/1/2 Golaghata Road, Kolkata-700048, West Bengal, India on Friday, 12th September, 2025 at 11:00 A.M.

Member's/proxy's Name _____

Member's/proxy's Signature _____

No. of Shares: _____

Folio No./ DP Id No*/ Client Id Number* _____



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*Applicable for investors holding shares in electronic form.

(FOR INSTRUCTION SEE AS UNDER)

NOTES:

1. Shareholders/Proxy holders are requested to bring the admission slips with them when they come to the meeting and hand them over at the gate after affixing their signatures on them.
2. Shareholders intending to require any information to be explained in the meeting are requested to inform the company at least 7 days in advance of their intention to do so, so that the papers relating thereto may be made available if the Chairman permits such information to be furnished.
3. Shareholders are requested to advise indicating their account numbers, the change in their address, if any to the company.



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4. Shareholders are requested to bring their copies of the Annual Report to the venue of the AGM. Duplicate Attendance Slip and Annual Report will not be issued at the Annual General Meeting.

(FORM NO. MGT-11)

Proxy Form

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration Rules, 2014)

**GOEL FOOD PRODUCTS LIMITED**

76/1/2, Golaghata Road, (VIP Road), Kolkata-700 048

CIN: L51909WB1996PLC076909**Phone:**+91 89613 33312**E-mail:**info@goelfood.com, bikabanquets@gmail.com**Website:** www.bikafood.com**CIN:** L51909WB1996PLC076909**Name of Company:** GOEL FOOD PRODUCTS LIMITED**Registered Office:** 76/1/2 Golaghata Road, Kolkata- 700048, West Bengal, India**Name of the Member(s):****Registered Address:****E-mail Id:****Folio No./Client Id/DP ID:**

I/We, being the member(s) ofshares of the above-named company, hereby appoint

1. Name:.....

Address:.....

Email Id:.....

Signature:.....,or failing him

2. Name:.....

Address:.....

Email Id:.....

Signature:....., or failing him

as my/our proxy to attend and vote for me/us and on my/our behalf at the 29th Annual General Meeting of the Company, to be held on Friday 12th September, 2025 at 11.00 AM at registered office of the Company at 76/1/2 Golaghata Road, Kolkata- 700048, West Bengal, India and at any adjournment thereof in respect of such resolutions as are indicated below: -

Sl. No	Resolution(s)	For	Against
ORDINARY BUSINESSES:			
1.	To consider and approve the Audited Financial Statements of the Company together with Statement of Assets and Liabilities for the Financial Year ended March 31, 2025 and Reports of the Board of Directors and the Auditors thereon.		
2.	To appoint a Director in place of Mr. Dinesh Goyal (DIN: 00881868), who retires by rotation and being eligible, offers himself for reappointment.		

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CIN: L51909WB1996PLC076909**Phone:**+91 89613 33312**E-mail:**info@goelfood.com, bikabanquets@gmail.com**Website:** www.bikafood.com**SPECIAL BUSINESSES:**

3.	To approve increase in managerial remuneration payable to Mr. Dinesh Goyal (DIN: 00881868), Managing Director and CFO of the Company		
4.	To approve increase in managerial remuneration payable to Ms. Rashmi Goyal (DIN: 05253256), Executive Director of the Company		

Signed this _____ day of _____ 2025.

Signature of shareholder _____

Signature of first proxy holder (s) _____

Affix
Revenue
Stamp

Note:

- 1) Please put an 'X' in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- 2) Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in the aggregate not more than ten percent (10%) of the total Share Capital of the Company carrying voting rights. A member holding more than ten percent (10%), of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.
- 3) This form of Proxy in order to be effective should be duly completed, stamped, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

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E-COMMUNICATION REGISTRATION FORM

Dear Shareholders,

You are aware that majority of the provisions of Companies Act, 2013 have been made effective from **April 1, 2014**. Pursuant to **Section 101** and **Section 136** of the Companies Act, 2013 read with relevant Rules issued thereunder, Companies can serve Annual Reports, Notices and other communications through electronic mode to those shareholders who have registered their email address either with the Company/RTA or with the Depository. It is a welcome move that would benefit the society, as this will reduce paper consumption largely and allow shareholders to contribute towards a greener environment. This provides an excellent opportunity to every shareholder of Goel Food Products Limited to contribute to the cause of '**Green Initiative**' by giving their consent to receive various communications from the Company through electronic mode. We therefore invite all our shareholders to contribute to the cause by filling up the form given below to receive communication from the Company in electronic mode. You can also download the appended registration form from the website of the Company www.bikafood.com

[Please note that as a Member of the Company, you will be entitled to receive all such communication in physical form, upon request.]

By the Order of the Board of Directors

Ruchi Fitkariwala
Company Secretary and Compliance Officer
(Membership No. A64870)

Place: Kolkata
Date: 19.08.2025



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E-COMMUNICATION REGISTRATION FORM

Folio No. /DP ID & Client ID: _____

Name of the 1st Registered Holder: _____

Name of the Joint Holder[s]: (1) _____

(2) _____

Registered Address:

E-mail ID (to be registered): _____

Mob./Tel. No.: _____

I/We shareholder(s) of Goel Food Products Limited hereby agree to receive communications from the Company in electronic mode. Please register my above E-mail ID in your records for sending communications in electronic form.



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Website: www.bikafood.com

Date: _____

Signature: _____

Note: Shareholder(s) are requested to keep the Company informed as and when there is any change in the e-mail address.



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ROUTE MAP TO THE VENUE OF THE 29TH ANNUAL GENERAL MEETING ON FRIDAY, 12TH DAY OF SEPTEMBER, 2025 AT 11:00 A.M. AT REGISTERED OFFICE SITUATED AT 76/1/2 GOLAGHATA ROAD, (VIP ROAD) KOLKATA, PIN: 700048, WEST BENGAL, INDIA

