NOTICE

NOTICE is hereby given that the Extra-Ordinary General Meeting (EGM) of the Members of Virat Industries Limited will be held on Thursday, 1st October, 2026 at 05.00 P.M through Video Conference/Other Audio-Visual Means ('VC'), to transact the following business.

SPECIAL BUSINESS

1. **Approval of Material Related Party Transaction for Acquisition of 70.28% Equity Shares of Brham Well-Being & Lifestyle Corporation Private Limited (formerly known as Brahm Lifestyle Products Private Limited) ("BWLCPL");**

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

   "RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and subject to such other approvals, consents, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded to the Company for undertaking the proposed Related Party Transaction for acquisition by way of subscribing to the preferential issue to be made by **BWLCPL**, of 3,51,85,185 (Three Crore Fifty-One Lakh Eighty-Five Thousand One Hundred and Eighty-Five) equity shares of ₹10/- each of **BWLCPL**), constituting 70.28% of the post-acquisition paid-up equity share capital of **BWLCPL** , as a primary infusion, at a consideration of ₹27/- per equity share, including a premium of ₹17/- per equity share, aggregating to ₹94,99,99,995/- (₹95 Crores approx.), on such terms and conditions as placed before the Members and as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

   RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof and/or any Director or officer authorized by the Board) be and is hereby authorized to negotiate, finalize, approve, execute and deliver all agreements, deeds, documents and instruments and to make such modifications, amendments or variations to the terms and conditions of the proposed transaction as may be necessary or expedient, and to do all such acts, deeds, matters and things, and to take all such steps as may be necessary, proper, desirable or expedient for the purpose of giving effect to this resolution and for completing and implementing the aforesaid acquisition.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to obtain such approvals, consents, permissions and clearances from statutory, regulatory or other authorities, as may be required, and to settle any question, difficulty or doubt that may arise in connection with the proposed transaction and generally to do all such acts, deeds, matters and things as may be necessary or incidental to give effect to this resolution**."**

By order of the Board of Directors
For, Virat Industries Limited
Sd/-
Shreeya Mahendra Jadav
Company Secretary and Compliance Officer
Membership No: A78366

Registered Office: A-1/2, GIDC Industrial Estate, Kabilpore, Navsari 396 424, Gujarat.
E-mail ID: factory@viratindustries.com
Website: www.viratindustries.com
CIN: L64200GJ1990PLC014514
Place: Navsari
Date: 01.09.2026

NOTES:

A. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by "COVID-19", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 on September 22, 2025 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM/EGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the EGM of the Company is being held through VC /OAVM. The deemed venue for the EGM shall be the registered office of the Company.

B. The Explanatory Statement pursuant to Section 102(1) of the Act setting out the material facts relating to the special businesses to be transacted at the EGM is annexed hereto.

C. Since the EGM is being held through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip including Route Map arenot annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM, participate thereat, and cast their votes on e-Voting.

D. Corporate Members are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting. The said Resolution shall be sent to the Company by email through its registered email address to factory@viratindustries.com.

E. The notice of EGM is available on the website of the Company at www.viratindustries.com on the website of the Stock Exchange-www.bseindia.com. The EGM Notice is also disseminated on the website of MUFG Intime India Private Limited (Formerly Link Intime India Private Limited agency for providing the Remote e-Voting facility and e-Voting system during the EGM) i.e., https://instavote.linkintime.co.in

F. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the Members the facility to exercise their right to vote at the Extra-Ordinary General Meeting (EGM)by electronic means and the business may be transacted through e-voting services provided by MUFG Intime India Private Limited (Formerly Link Intime India Private Limited.)

G. Participation of members through VC will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act.

H. Members attending the EGM through VC / OAVM should note that those who are entitled to vote but have not exercised their right to vote by remote e-voting, may vote during the EGM through e-voting for all businesses specified in the Notice. The Members who have exercised their rightto vote by remote e-voting may attend the EGM but cannot vote during the EGM.

I. The Register of Members and the Share Transfer Books will be closed from **Friday**, **25th September, 2026 to Thursday 1st October, 2026**, (including both dates) for determining the names of members eligible fordividends on equity shares, if declared.

J. SEBI has mandated the submission of Permanent Account Number (PAN), proof of identity, address and bank details by every participant in the securities market. Members holding sharesin electronic form are, therefore, requested to submit the said documents to their Depository Participant(s). Members holding shares in physical form shall submit the documents to MUFG Intime India Private Limited (Formerly Link Intime India Private Limited.)

K. Members are informed that the facility of dematerialization of shares of the Company is available and members are advised to go for that by approaching concerned DPs. Members holding shares in physical

form are requested to dematerialize their holdings at the earliest as henceforthit will not be possible to transfer shares held in physical mode.

L. Members desiring any information, as regards the Accounts, are requested to write to the Company at least 07 days before the date of the meeting at factory@viratindustries.com to enable the management to keep the information ready.

M. Members are requested to send all communication relating to shares to the Company's Registrar & Transfer Agent- MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) C 101, 247 Park, L. B. S. Marg, Vikhroli, West, Mumbai 400083; Tel No. 022 49186000, E-mail Address: rnt.helpdesk@linkintime.co.in. Members holding shares in dematerialized form should address all the correspondence to theirrespective Depository Participants (DPs).

N. Members who wish to claim dividends, which remain unpaid, are requested to correspond with our Registrar and Share Transfer Agent (RTA) i.e. M/s MUFG Intime India Private Limited (Link Intime India Private Limited) on above mentioned address. Members are requested to note that dividends not encashed/claimed within seven years will be transferred to Investor Education and Protection Fund of Government of India. Shares on which dividend remains unclaimed for seven consecutive years shall be transferred to IEPF as per Section 124 of the Act, read with applicable IEPF rules.

O. Process of Registration of email ID and Bank Account details:

1. **In the case of Shares held in Physical mode:**

   Kindly login to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration- fill in the details, upload the requireddocuments and submit.

2. **In the case of Shares held in Demat mode:**

   The shareholder may please contact the Depository Participant ("DP") and register the emailaddress and bank account details in the demat account as per the process followed and advised by the DP.

P. E-voting

- In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members facility to exercise their right to vote at the Extra-Ordinary General Meeting(EGM) on the items mentioned in the notice by electronic means through e-voting Services provided by MUFG Intime India Private Limited (Formerly Link Intime India Private Limited.). **The e-voting shall be open on Monday 28th September, 2026 at 09:00 AM to Wednesday 30th September, 2026 at 05:00 PM.**
- The Board of Directors of the Company has appointed M/s. Vishal Dewang and Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the remote e-Voting process and voting through the electronic voting system at the EGM in a fair and transparent manner.
- E-voting is optional. The e-voting rights of the shareholders/beneficiary owners shall be reckoned on the equity shares held by them as on **Thursday 24th September, 2026**, being the Cut-off date for the purpose. Shareholders of the Company holding shares either in physical or in dematerialized form, as on the Cut-off date, can cast their vote electronically.
- The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") afterthe completion of the scrutiny of the e-voting (votes cast during the EGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the EGM. The resultdeclared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and RTA, and will also be displayed on the Company's website.

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com , click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a)Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c)Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab.

b) Enter details as under:

1.User ID: Enter User ID

2.Password: Enter existing Password

3.Enter Image Verification (CAPTCHA) Code

4.Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID

2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
   - o Shareholders, holding shares in NSDL form, shall provide 'point 4' above.
   - o Shareholders, holding shares in CDSL form, shall provide 'point 3' or 'point 4' above.
   - o Shareholders, holding shares in physical form but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above

5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

6. Enter Image Verification (CAPTCHA) Code.

7. Click "Submit" (You have now registered on InstaVote).

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InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

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Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) 'Investor's Name - Enter Investor's Name as updated with DP.

3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on "Login" under 'SHARE HOLDER' tab.
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

INSTAMEET VC INSTRUCTIONS:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on "Login".

b) Select the "Company Name" and register with your following details:

c) Select Check Box - Demat Account No. / Folio No. / PAN

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.

- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.

- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.

- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

d) Click "Go to Meeting"
You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company.
b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

***Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking**.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET

c) Click on 'Submit'.

d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:
Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT AS REQUIRED PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Business No. 01

The Company proposes to acquire 3,51,85,185 (Three Crore Fifty-One Lakh Eighty-Five Thousand One Hundred and Eighty-Five) equity shares of ₹10/- each of Brham Well-Being & Lifestyle Corporation Private Limited, formerly known as Brahm Lifestyle Products Private Limited(" **BWLCPL**"), by way of subscribing to the preferential issue to be made by that company **BWLCPL**, constituting 70.28% of the post-acquisition paid-up equity share capital of **BWLCPL**, by way of primary infusion at a consideration of ₹27/- per equity share, including a premium of ₹17/- per equity share, aggregating to ₹94,99,99,995/- (Rupees Ninety-Four Crore Ninety-Nine Lakh Ninety-Nine Thousand Nine Hundred and Ninety-Five only). The proposed acquisition is being undertaken as a Related Party Transaction and is subject to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. Incorporated in 2020 with its registered office in Aurangabad, Maharashtra, **BWLCPL**, is an unlisted private company that serves as the commercial and operational driver for the BRHAM Well-being and Lifestyle platform. The enterprise is conceived as a comprehensive, integrated ecosystem that converges multiple sectors into a unified framework. Its operations seamlessly bridge wellness and fitness programs, sustainable agriculture initiatives, lifestyle products geared toward mindful living, and advanced health diagnostics. Furthermore, the company extends its holistic vision into the physical realm through conscious real estate developments and immersive hospitality spaces designed to foster overall well-being.The Company's business philosophy is focused on developing products, services and experiences aimed at improving the overall physical, mental and lifestyle well-being of its customers , and the proposed acquisition is intended to provide the Company with a controlling interest in **BWLCPL**, and enable the Company to leverage its existing business operations, resources, capabilities, customer base, distribution network and future growth opportunities, as applicable, and is expected to create strategic and long-term value for the Company and its Members.) The consideration of ₹27/- per equity share has been determined on the basis of independent valuation report taking into consideration the financial position, business prospects, assets, liabilities and other relevant factors of BLPPL. The valuation has been undertaken by Payal Gadda IBBI Registration No. IBBI/RV/06/2019/11170 and a Chartered Accountant ICAI Membership number 110424; in accordance with the applicable valuation methodology and the relevant valuation report dated 13.08.2026. The aggregate consideration payable by the Company for the proposed acquisition shall not exceed ₹94,99,99,995/-. The transaction is proposed to be completed through cash/banking channels/other permitted mode and is expected to be completed within 4 months from the date of approval of Board of Directors dated 13th August 2026, subject to fulfilment of the applicable conditions precedent and receipt of all necessary approvals, consents and permissions.

The proposed transaction is being undertaken for the purpose of investment which is intended to facilitate the Company's strategic participation in the business and operations of **BWLCPL**, and enable the Company to explore potential synergies, strategic opportunities and business opportunities arising from such investment. The investment has been evaluated having regard to the business prospects of **BWLCPL**, valuation, due diligence findings and the strategic rationale of the proposed investment, and the Board of Directors is of the view that the acquisition will strengthen the Company's business and provide opportunities for growth, expansion, synergies and diversification. The proposed transaction is not in the ordinary course of business of the Company but is on an arm's length basis. The Audit Committee of the Company has considered the nature, terms, consideration, valuation, commercial rationale and other relevant aspects of the proposed transaction and has recommended the same, and the Board of Directors, after considering the recommendation of the Audit Committee and the overall commercial and strategic rationale, has approved and recommended the proposed transaction for consideration and approval of the Members.

The proposed transaction is being undertaken with **BWLCPL**, a company in which Brahm Precision Materials Private Limited ("BPMPL"), a promoter group entity of the Company, is the majority shareholder. Accordingly, **BWLCPL** is a related party of the Company under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Bhavook Tripathi, Promoter of the Company, holds 74.55% of the equity share capital of Virat Industries Limited and is associated with the promoter group. The Company shall make available the relevant agreements, valuation report, financial information and other documents relating to the proposed transaction for inspection by the Members in accordance with applicable law.

The Audit Committee of the Company, based on the relevant details provided by the management as required under applicable laws and in terms of SEBI Circular dated June 26, 2025 on Industry Standards on "Minimum information to be provided to the Audit Committee and the Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), has reviewed and approved the said Transaction(s).

The members shall further note that the RPT Industry Standards, effective from September 01, 2025, along with disclosures required under SEBI Circular and the provisions of the Act are enclosed as "**Annexure-2**" and "**Annexure-2A**" to this Notice.

In terms of Regulation 23 of SEBI Listing Regulations, all Related Parties of the Company (whether they are party to the Transaction or not) shall abstain from voting on the resolution set out at Item No. 1.

Except Mr. Bhavook Tripathi and Ms. Namrata Dudaney, who is deemed to be concerned or interested in the proposed resolution, none of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The proposed transaction shall be subject to such statutory, regulatory and other approvals, consents, permissions and sanctions as may be required under applicable laws. In terms of the applicable provisions of the SEBI LODR Regulations, the related party/parties shall not vote on the resolution, whether the entity is a related party to the particular transaction or not, to the extent applicable.

The Board of Directors is of the opinion that the proposed transaction is in the best interests of the Company and its Members and accordingly recommends the resolution set out at Item No. 01 of the accompanying Notice for approval of the Members by way of an Ordinary Resolution.

Note:
The name of the Company has been changed from Brahm Lifestyle Products Private Limited to Brham Well-Being & Lifestyle Corporation Private Limited with effect from 31st August 2026. Accordingly, necessary amendments have been made to the Explanatory Statement and other relevant documents to reflect the revised name of the Company.
Save and except for the aforesaid change in the name of the Company, there have been no other material changes in the affairs of the Company during the period from 13th August 2026 to 01st September 2026, as confirmed by the management of the company.

Annexure -2

Sr. No.	Particulars of information	Information provided by the Management
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	The information as required under the RPT Industry Standards was placed before the members of the Audit Committee. The required details are provided in "**Annexure-2A**" forming part of this Notice.
2.	Justification as to why the proposed Transaction(s) is in the interest of the	The proposed investment is intended to facilitate the Company's strategic participation in the business and

	listed entity, basis for determination of price and other material terms and conditions of RPT	operations of **BWLCPL** and enable the Company to explore potential synergies, strategic opportunities and business opportunities arising from such investment. The investment has been evaluated having regard to the business prospects of **BWLCPL** , valuation, due diligence findings and the strategic rationale of the proposed investment. The Company has obtained valuation report from Ms. Payal Gadda (IBBI Registration No. IBBI/RV/06/2019/11170 and a Chartered Accountant ICAI Membership number 110424).
3.	Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/Whole Time Director/ Manager and CFO of the Listed Entity	The Audit Committee has reviewed the certificate issued by MD and CFO of the Company, as required under the RPT Industry Standards.
4.	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors and recommends the proposed Transaction(s) to the members for approval	The material RPT has been approved by the Audit Committee and the Board of Directors at its meeting held on August 13, 2026, and has recommended the proposed Transaction(s) to the members for their approval.
5.	Provide web-link and QR Code, through which members can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Web link : https://www.viratindustries.com/other_regulatory_filings QR Code:
6.	The Audit Committee and the Board of Directors, while providing information to the members, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provide all the necessary information to the public members for informed decision making	No redaction of commercial secrets or other information affecting the competitive position of the Company has been made in the disclosures placed before the Members in relation to the proposed Related Party Transaction.
7.	Any other information that may be relevant	All material information considered relevant for the consideration of the Members has been duly disclosed in the foregoing Explanatory Statement and the accompanying Annexures.

Annexure – 2A

Minimum Information to be Provided to the Audit Committee for Approval of the Proposed Related Party Transaction

- **Name of the Listed Entity**: Virat Industries Limited
- **Name of Related Party**: Brham Well-Being & Lifestyle Corporation Private Limited, (formerly known as Brahm Lifestyle Products Private Limited)

- **Nature of Transaction**: Investment by way of subscription to securities pursuant to preferential issue
- **Proposed Transaction Value**: ₹95 crore (Approx.)

PART A – MINIMUM INFORMATION APPLICABLE TO ALL RPTs

A1. Basic Details of the Related Party:

1. Name of the Related Party- Brham Well-Being & LifeStyle Corporation Private Limited, (formerly known as Brahm Lifestyle Products Private Limited)

2. Country of incorporation of the Related Party - India

3. Nature of business of the Related Party - Brham Well-Being & LifeStyle Corporation Private Limited, (formerly known as Brahm Lifestyle Products Private Limited) is an unlisted private company incorporated in 2020 and having its registered office at Aurangabad, Maharashtra. **BWLCPL** is associated with the BRHAM well-being and lifestyle platform. The business is conceived as an integrated lifestyle ecosystem combining wellness, agriculture, lifestyle products, fitness, diagnostics, hospitality and real estate. The Company's business philosophy is focused on developing products, services and experiences aimed at improving the overall physical, mental and lifestyle well-being of its customers.

A2. Relationship and Ownership of the Related Party:

1. Relationship between the Listed Entity and the Related Party, including nature of concern/interest, financial or otherwise: **BWLCPL** is presently majorly owned by Brahm Precision Materials Private Limited, which is a Promoter Group Company of Virat Industries Limited. Accordingly, **BWLCPL** is a Related Party of the Company for purposes of the proposed transaction.

2. Shareholding of the Listed Entity, whether direct or indirect, in the Related Party: NIL

3. Shareholding of the Related Party, whether direct or indirect, in the Listed Entity: NIL

4. Details of shareholding of Promoter/Promoter Group in the Related Party, to the extent relevant: Brahm Precision Material Private Limited: 93.27% & Mr. Bhavook Chandraprakash Tripathi: 6.73%

A3. Details of Previous Transactions with the Related Party:

1. Total amount of transactions undertaken by the Company with **BWLCPL** during FY 2025-26: Nil

2. Total amount of transactions undertaken by the Company with **BWLCPL** during FY 2026-27 up to the quarter immediately preceding the quarter for which approval is being sought: Nil

3. Details of previous investment(s), loans, advances or other transactions with **BWLCPL** : Nil

4. Any instance of default by **BWLCPL** with respect to any obligation undertaken under any transaction/arrangement entered into with the Company or its subsidiary during the previous financial year: NA

A4. Amount of the Proposed Transaction(s):

1. Amount of the proposed transaction being placed for approval before the Audit Committee/Shareholders: Up to ₹95 crore.

2. Whether the proposed transaction, together with transactions undertaken with **BWLCPL** during the current financial year, would render the proposed transaction a Material RPT: Yes, to be determined based on applicable materiality threshold. Based on the proposed acquisition, the Transaction(s) value under the proposed agreement will exceed the materiality threshold prescribed under Regulation 23 of SEBI Listing Regulations.

3. Value of proposed transaction as a percentage of Virat Industries Limited's consolidated turnover for FY 2025-26: 395.83%

4. Value of proposed transaction as a percentage of subsidiary's standalone turnover: Not Applicable, as the Listed Entity itself is the investing entity

5. Value of proposed transaction as a percentage of **BWLCPL** annual consolidated turnover for FY 2025-26: 1,921.15%

6. Financial performance of **BWLCPL** for FY 2025-26:

- Paid-up share capital: ₹ 14,88,00,000 (Rupees Fourteen Crores Eighty-Eight Lakh);
- Turnover: ₹ 4,94,49,768 (For FY 2025-26)

A5. Basic Details of the Proposed Transaction:

Specific type of proposed transaction	Investment by way of subscription to securities pursuant to a preferential issue
Details of proposed transaction	Investment of up to ₹95 crore in **BWLCPL** by way of subscription to equity shares pursuant to preferential issue to be made by **BWLCPL**.
Proposed number and class of securities	35,185,185 Equity shares of Rs 10/- each
Issue/subscription price per security	Rs. 27/- (including a premium of Rs. 17 per equity share)
Basis for determination of issue/subscription price	Based on valuation report dated 13.08.2026 issued by Ms. Payal Gadda IBBI Registration No. IBBI/RV/06/2019/11170 and a Chartered Accountant ICAI Membership number 110424
Tenure of proposed transaction	One-time investment pursuant to the proposed preferential issue to be made by **BWLCPL**
Whether omnibus approval is being sought	No
Proposed transaction value	Upto Rs.95 crores
Expected shareholding of Virat Industries Limited in BLPPL after investment	70.28%
Whether investment will result in control/significant influence	Yes
Justification as to why the proposed RPT is in the interest of the Company	The proposed investment is intended to facilitate the Company's strategic participation in the business and operations of **BWLCPL** and enable the Company to explore potential synergies, strategic opportunities and business opportunities arising from such investment. The investment has been evaluated having regard to the business prospects of **BWLCPL**, valuation, due diligence findings and the strategic rationale of the proposed investment.
Details of Promoter(s), Director(s) or KMP(s) having an interest in the transaction	Mr. Bhavook Chandraprakash Tripathi, Promoter and Director of Virat Industries Limited, is interested in the transaction through the promoter group entity, Brahm Precision Materials Private Limited, which holds 93.27% in **BWLCPL**. Mrs. Namrata Karad Director of the company.

Valuation / external-party report	Valuation Report dated 13.08.2026 issued by Ms. Payal Gadda is enclosed as Annexure B
Due Diligence Report	Due Diligence Report dated 11.08.2026 covering relevant financial, legal, commercial, tax, operational and other matters is enclosed as Annexure C.
Any other information relevant for decision-making	The company is owned by Brahm Precision Material Private Limited.

PART B – B3: INVESTMENT MADE BY THE LISTED ENTITY OR ITS SUBSIDIARY:

Source of funds in connection with the proposed transaction	Proceeds from the Preferential Issue of the Virat Industries Limited
Whether any financial indebtedness is incurred to make the investment	NO
Nature of indebtedness, if applicable	NA
Total cost of borrowing, if applicable	NA
Tenure of borrowing, if applicable	NA
Other details of borrowing, including relevant term	NA
Purpose for which funds shall be utilised by the investee company	• The funds proposed to be invested by the Company will be utilised by the Investee Company primarily for growth, expansion and strategic investments across its business ecosystem. • Detailed explanation of standalone business and operating subsidiaries of the company along with their growth plans has been shared. The funds will be utilised for organic and Inorganic growth of the same. • Acquisition of or investment in domestic and international businesses / entities The proposed utilisation may also include: 1. Expansion of existing businesses and enhancement of operational capacity; 2. Establishment of new facilities, centres, projects or business verticals, as may be identified from time to time; 3. Working capital and business expansion requirements arising from increased scale of operations; 4. Technology, infrastructure and operational development to improve efficiency and scalability; 5. Geographical expansion into new markets and locations; 6. Capital support to immediate investee companies and step-down subsidiaries for their respective growth and expansion plans;

	7. Strategic investments in the businesses operated by the Investee Company and its downstream entities, including investments required for capacity expansion, new projects and diversification; 8. Development and scaling-up of high-growth business opportunities identified within the group; and Such other strategic purposes as may be considered necessary by the Investee Company in furtherance of its business objectives.
Material terms of proposed transaction	The Company proposes to subscribe to equity shares of **BWLCPL** for an aggregate amount of up to ₹95 crore pursuant to a preferential issue at an issue price of ₹27 per security, subject to applicable law, valuation and statutory/regulatory approvals. The securities shall carry such rights and terms as specified in the relevant issue documents.

C2: ADDITIONAL INFORMATION FOR MATERIAL RPTs RELATING TO INVESTMENT:

Latest credit rating of the related party	NA
Whether any regulatory approval is required. If yes, whether the same has been obtained.	NA

By order of the Board of Directors
For, Virat Industries Limited
Sd/-
Shreeya Mahendra Jadav
Company Secretary and Compliance Officer
Membership No: A78366

Registered Office: A-1/2, GIDC Industrial Estate, Kabilpore, Navsari 396 424, Gujarat.
E-mail ID: factory@viratindustries.com
Website: www.viratindustries.com
CIN: L64200GJ1990PLC014514

Place: Navsari
Date: 01.09.2026