

NOTICE OF POSTAL BALLOT

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

Dear Members,

Notice is hereby given pursuant to Sections 108, 110 and other applicable provisions of the Companies Act, 2013 (“**Act**” or “**Companies Act**”), read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions of the Act and Rules, read with the General Circular Nos. 14/2020 dated 8th April 2020 and the last Circular No. 3/2025 dated 22nd September, 2025 (the “**Relevant Circulars**”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”), Secretarial Standard – 2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, to transact the below mentioned proposed special businesses by the members of the **Foundry Fuel Products Limited** (“**the Company**”) by passing resolution through postal ballot (“**Postal Ballot**”) only through remote e-voting.

The Ministry of Corporate Affairs (MCA), vide its General Circular No. 03/2025 dated 22nd September 2025, has allowed companies to transact items of business through postal ballot, in accordance with the requirements laid down in Rule 20 of the Companies (Management and Administration) Rules, 2014 and the framework provided in the earlier MCA circulars. The said framework shall continue to apply mutatis mutandis till further orders. Further, the Company need to send Postal Ballot Notice by email only to all its members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the members take place through the remote e-voting system. This Postal Ballot is accordingly being initiated in compliance with the MCA Circulars.

Hence, in compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope were not required to be sent to the members for this Postal Ballot and members are required to communicate their assent or dissent through the remote e-voting system only.

An explanatory statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed **Mr. Debendra Raut , (Associate Membership No.: 16626, CP No.: 5232), Practicing Company Secretary, D. Raut & Associates**, as the Scrutinizer to conduct the Postal Ballot through remote e-Voting process in a fair and transparent manner.

The remote e-Voting period commences from **10:00 A.M. (IST) on Tuesday, March 10, 2026 and ends at 05:00 P.M. (IST) on Wednesday, April 08, 2026**. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-Voting. The results of the

Postal Ballot will be announced not later than 2 working days of the conclusion of the e-Voting.

The said results along with the Scrutinizer's Report will be uploaded on the Company's website www.foundryfuel.co.in, and on the website of Central Depository Services (India) Limited www.cdslindia.com. The results shall also be immediately forwarded to the stock exchanges where the shares of the Company are listed.

The last date of the e-voting shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.

**By the Order of the Board
For Foundry Fuel Products Limited**

**Place: Kolkata
Date: 12th February, 2026**

Sd/-
**(Mr. Om Prakash Ojha)
Company Secretary & Compliance officer**

SPECIAL BUSINESS:**1. APPOINTMENT OF MRS. SNEHA SHARMA (DIN: 10680027) AS AN NON-EXECUTIVE INDEPENDENT WOMAN DIRECTOR OF THE COMPANY**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions of the Companies Act, 2013 (‘the Act’) and the rules made thereunder, and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI LODR Regulations’), as amended from time to time, and based on the recommendation of Nomination Remuneration Committee and the Board of Directors of the Company, Mrs. Sneha Sharma (DIN: 10680027) who was appointed by the Board of Directors as an Additional Director of the Company in the category of Non-Executive Independent Woman Director w.e.f. February 12, 2026, be and is hereby appointed as Non-Executive Independent Woman Director of the Company, for a term of 5 (five) consecutive years commencing from February 12, 2026 up to February 11, 2031.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things and to execute all such documents as may be necessary, proper or expedient to give effect to this resolution, including making necessary intimations and filings with the Stock Exchanges, Registrar of Companies and other statutory authorities.”

**By the Order of the Board
For Foundry Fuel Products Limited**

**Place: Kolkata
Date: 12th February, 2026**

Sd/-
(Mr. Om Prakash Ojha)
Company Secretary & Compliance officer

Notes:

1. Explanatory Statement setting out all the material facts concerning the proposed special business and reasons thereof pursuant to Section 102 of the Companies Act, 2013 read with Section 110 of the Companies Act, 2013 are annexed to this Notice.
2. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) as at the closing hours of business on **February 27, 2026** in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and Ministry of Corporate Affairs, Government of India’s General Circular No. 17/2020 dated April 13, 2020.
3. In terms of Sections 108, 110 and other applicable provisions of the Companies Act, 2013, as amended, read together with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the ‘Listing Regulations’) as amended from time to time, the Company is pleased to offer remote e-voting facility to all the members of the Company. The Company has appointed **Central Depository Services (India) Limited** (hereinafter referred to as “CDSL”) for facilitating e-voting to enable the members to cast their votes electronically (hereinafter referred to as the “Remote e-voting”).
4. This Postal Ballot Notice will also be available on the Company’s website at www.foundryfuel.co.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and also on the website of CDSL at www.cdslindia.com.
5. In accordance with the MCA and SEBI Circulars, the Company is sending this Notice for Postal Ballot to the members in electronic form only and hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot. Members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the remote e-voting process. Members whose names appear on the Register of Members/List of Beneficial Owners as on the cut-off date will be considered for the purpose of e-voting. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company has made special arrangement for registration of email addresses in terms of the MCA Circulars. The process for registration of email address is as under:
 - a) For voting in the resolution proposed in the Postal Ballot through remote e-voting, members who have not registered their email address may get their email address registered by sending an email to the Company’s Share Transfer Agent at nichetechpl@nichetechpl.com. Member(s) may also intimate the same to the Company by writing an email at foundryfuel@gmail.com. The members shall provide the following information in the email –

Full Name:

No of shares held:

Folio Number (if shares held in physical) and PAN:

Share certificate number (if shares held in physical) and PAN:

DP ID & Client ID (if shares are held in demat):

Email id to be registered and Mobile No.:

- b) Post successful registration of the email, the member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, member may write to nichetechpl@nichetechpl.com or foundryfuel@gmail.com.
6. Resolutions, if passed by the Members through postal ballot are deemed to have been duly passed on the last date specified for the e-voting i.e. **April 08, 2026** in terms of **Secretarial Standard – 2 on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India**.
 7. A member cannot exercise his vote by proxy on Postal Ballot.
 8. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one regional daily newspaper circulating in Kolkata.
 9. In compliance with Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (as amended from time to time) and Regulation 44 of the SEBI Listing Regulations and the said Circulars, the Company is pleased to provide the facility of “e-voting” to its Shareholders, to enable them to cast their votes on the resolution proposed to be passed at the General Meeting, by electronic means. The instructions for e-voting are given in this Notice. **E-Voting will commence on March 10, 2026 at 10:00 A.M. and will end on April 08, 2026 at 5:00 P.M.** The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”), who will provide the e-voting facility of casting votes to a Shareholder using remote e-voting system. E-Voting shall not be allowed beyond the said time & date.
 10. The Company has appointed **Mr. Debendra Raut , (Associate Membership No.: 16626, CP No.: 5232), Practicing Company Secretary, D. Raut & Associates** (peer reviewed), as a Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner.
 11. The Company has designated **Mr. Om Prakash Ojha, Company Secretary** of the Company as the person responsible for the entire voting process.

12. The Scrutinizer will submit his report to the Chairperson of the Board Meeting or any person authorized by the Chairperson of the Board Meeting after completion of the scrutiny after 5:00 P.M. (IST) on Wednesday, April 08, 2026, and the results of the voting by postal ballot will be declared on or before Friday, April 10, 2026, and displayed at the Registered Office of the Company along with the Scrutinizer's report, on Company's website www.foundryfuel.co.in and on the website of the CDSL at www.cdslindia.com and shall also be communicated to the Stock Exchanges where the Company's equity shares are listed.
13. Contact details of the person responsible to address the queries/grievances connected with the voting by Postal Ballot i.e. voting by electronic means are as under:-

Mr. Om Prakash Ojha-, Company Secretary, Foundry Fuel Products Limited, 7C, Acharya Jagadish Chandra Bose Road 1st Floor, Kolkata: 700017; Tel. No.: (033) 40668072; email id:foundryfuel@gmail.com or Registrar & Share Transfer Agent, M/s. Niche Technologies Private Limited, 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata-700017, Tel. No.: (033) 2280 6616; Email: nichetechpl@nichetechpl.com

14. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. **The E-Voting period begins on March 10, 2026 at 10:00 A.M. and will end on April 08, 2026 at 05:00 P.M.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 27th February, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs,

thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

Pursuant to the above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>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 URL for users to login to Easy / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System My easi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile number & E-mail Id as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in Demat mode with NSDL	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nSDL.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to -Voting service provider website for casting your vote during the remote e-Voting period.</p>

	<p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- iv. Login method for e-Voting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**
1. The shareholders should log on to the e-voting website www.evotingindia.com.
 2. Click on “Shareholders” module.
 3. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

- c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
- v. If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than Individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- vi. After entering these details appropriately, click on “**SUBMIT**” tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant “**FOUNDRY FUEL PRODUCTS LIMITED**” on which you choose to vote.
- x. On the voting page, you will see “**RESOLUTION DESCRIPTION**” and against the same the option “**YES/NO**” for voting. Select the option **YES** or **NO** as desired. The option **YES** implies that you assent to the Resolution and option **NO** implies that you dissent to the Resolution.

- xi. Click on the “**RESOLUTIONS FILE LINK**” if you wish to view the entire Resolution details.
- xii. After selecting the resolution, you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.
- xiii. Once you “**CONFIRM**” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “**Click here to print**” option on the Voting page.
- xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on **Forgot Password** & enter the details as prompted by the system.
- xvi. **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “**Corporates**” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote to the Scrutinizer at csdraut@gmail.com and to the Company at the email address viz; foundryfuel@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
 - Institutional Members / Bodies Corporate (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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at csdraut@gmail.com with a copy mark to helpdesk.evoting@cdslindia.com on or before **08th April, 2026 upto 5:00 P.M.** without which the vote shall not be treated as valid.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL ID/MOBILE NUMBER ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. **For Physical shareholders** - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA Email-id**.
2. **For Demat shareholders** - please update your e-mail id & mobile number with your respective Depository Participant (DP).
3. **For Individual Demat shareholders** – Please update your email id & mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Other Information:

- i. Those persons, who have acquired shares and have become members of the Company after the dispatch of Notice of the Postal Ballot by the Company and whose names appear in the Register of Members or Register of beneficial holders as on the cut-off date i.e. **Friday, 27th February, 2026** shall view the Notice of the Postal Ballot on the Company's website or on the website of CDSL. Such persons may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if he/she is already registered with CDSL for remote e-voting then he/she can cast his/her vote by using existing User ID and password and by following the procedure as mentioned above or by e-Voting.
- ii. Voting rights of the Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. **Friday, 27th February, 2026**. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- iii. Every Client ID No. / Folio No. will have one vote, irrespective of number of joint holders.

Scrutinizer's Report and Declaration of results:

- i. The Scrutinizer shall, after the conclusion of e-voting, first count the votes cast vide e-voting and thereafter shall, unblock the votes cast through remote e-voting, in the presence of at least two witnesses not in the employment of the Company. He shall submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, not later than 48 (forty-eight) hours of the conclusion of the e-Voting.
- ii. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.foundryfuel.co.in and on the website of CDSL i.e. www.evotingindia.com. The Company shall simultaneously forward the results to the BSE, where the shares of the Company are listed.

EXPLANATORY STATEMENT TO SPECIAL BUSINESS

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 1

In accordance with the provisions set forth in the Companies Act, 2013, SEBI Listing Regulations and upon the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on Thursday, 12th February, 2026, after considering skills and expertise, considered and recommended the appointment of Mrs. Sneha Sharma (DIN: 10680027) as a Non-Executive, Independent Woman Director of the Company for a period of 5 (Five) consecutive years, w.e.f. 12th February, 2026 till 11th February, 2031, under Section 149 & 150 of the Companies Act, 2013 and Articles of Association of the Company subject to the approval of Members in the general meeting by means of special resolution and any other approval as may be required from time to time.

Pursuant to Regulation 17(1C) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company need to take approval of Shareholders in the next General Meeting or within a period of three months from the date of his appointment, whichever is earlier. Accordingly, the Company is seeking your approval through Postal Ballot.

The Company has received a declaration from Mrs. Sneha Sharma, confirming her eligibility for appointment as an Independent Woman Director and has also furnished her consent in writing to act as an Independent Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014. She is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013.

The Company has also received a declaration from Mrs. Sneha Sharma confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, under the Regulation 16(b) of the SEBI Listing Regulations, confirming that she do not have any interest in any member and fiduciary relationship with any of the shareholders of the Company and do not have any interested positions in commercial contracts and financial affairs of the Company. In accordance to the verification made by the Company and its Nomination and Remuneration Committee, Mrs. Sneha Sharma is not debarred from holding of office as Director(s) pursuant to any SEBI order. Further, she shall not be liable to retire by rotation.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard General Meetings ("SS-2") issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

Accordingly, consent of the members is sought for passing the Special Resolution as set out in Item No. 1 of the accompanying Notice.

Except Mrs. Sneha Sharma, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in the Notice.

A. Details of the Directors seeking appointment/re-appointment

[In pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 issued by the Institute of Company Secretaries of India]

Sl. No.	Particulars	
1.	Name	Sneha Parth Sharma
2.	DIN	10680027
3.	Date of Birth	September 10,1992
4.	Age	33 years
5.	Nationality	Indian
6.	Date of Appointment on the Board	February 12, 2026
7.	Terms of Appointment	Independent Director for 5 consecutive years from February 12, 2026 to February 11, 2031.
8.	Remuneration proposed (Rs.)	NA
9.	Remuneration last drawn (Rs. in Lakhs)	NA
10.	Number of shares held in the Company	NIL
11.	Qualification & Expertise in specific functional area	She holds a Master's degree in Commerce and having over 10 years professional experience in Company Law Advisory Services.
12.	Number of Board Meetings attended during the F.Y. 2025-2026	NIL
13.	List of other listed companies in which Directorships held	None
14.	List of other Companies in which Directorships held	Dwaita Enterprises Private Limited
15.	Listed Entities in which the person has resigned as Director	None
16.	Chairman/Member of Committee of the Board of Director of other Companies in which she is a Director	None
17.	Disclosure of relationships between Directors/KMP inter-se	None

**By the Order of the Board
For Foundry Fuel Products Limited**

**Place: Kolkata
Date: 12th February, 2026**

Sd/-
**(Mr. Om Prakash Ojha)
Company Secretary & Compliance officer**