Notice

NOTICE is hereby given that the Thirty-Second (32nd) Annual General Meeting of the Company will be held on Thursday, August 6, 2026 at 12.15 p.m. at the Registered Office of the Company at Dwarikesh Nagar - 246 762, Dist. Bijnor, Uttar Pradesh, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the year ended March 31, 2026, together with the Reports of Board of Directors' and the Auditors' Report thereon.

2. To appoint a Director in place of Shri B. J. Maheshwari (DIN: 00002075), who retires by rotation and being eligible, offers himself for re-appointment.

3. To declare dividend on Equity Shares for the financial year ended March 31, 2026;

SPECIAL BUSINESS:

4. To re-appoint Shri Gautam R. Morarka (DIN:00002078) as Whole Time Director to be designated as Executive Chairman of the Company and in this regard pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read along with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time, consent of the members be and is hereby accorded for the re-appointment of Shri Gautam. R. Morarka (DIN:00002078) as Whole Time Director designated as Executive Chairman for a period of 5 (Five) years with effect from January 1, 2027 as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, upon the terms and conditions including remuneration set out in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment in such manner as may be agreed to between the Board of Directors and Shri Gautam. R. Morarka.

   RESOLVED FURTHER THAT Shri B. J. Maheshwari, Managing Director & CS cum CCO or Shri Vijay S. Banka, Managing Director be and are hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings, as may be required and to file necessary e-forms with ROC to give effect to the aforesaid resolutions."

5. To fix remuneration of Shri Gautam R. Morarka (DIN: 00002078), Whole Time Director of the Company and in this regard pass, with or without modification(s), the following resolution as a **Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and on recommendation of the Nomination and Remuneration Committee and Board, approval of the Members of the Company be and is hereby accorded for payment of remuneration to Shri Gautam R. Morarka (DIN:00002078) as Whole Time Director designated as Executive Chairman for a period of 5 (Five) years with effect from January 1, 2027 on the terms and conditions as set out in the Explanatory Statement attached to this notice with authority to the Board of Directors (including Nomination & Remuneration Committee) to alter and vary the terms & conditions of the said remuneration in such manner as may be agreed to between the Board and Shri Gautam R Morarka within the aforesaid provisions."

   "RESOLVED FURTHER THAT remuneration by way of salary, perquisites, allowances, commission or payments in any form and other benefits shall be payable in accordance with the provisions of Section 197 including payment of remuneration in excess of the specified limits of the Companies Act, 2013."

   "RESOLVED FURTHER THAT in the event of no profits or inadequate profits in any financial year during his tenure, the remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V to the Companies Act, 2013 notwithstanding the fact that it may exceed limits specified in provisos to section 197 of the Companies Act ,2013."

"RESOLVED FURTHER THAT the Board of Directors (including Nomination & Remuneration Committee) of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered expedient, usual or proper to give effect to above resolution."

6. To ratify remuneration payable to the Cost Auditors M/s. Ramanath Iyer & Co., Cost Accountants (Firm Reg. No.000019) for the Financial Year 2026-27 and in this regard pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration amounting ₹2,10,000/- (Rupees Two lakh ten Thousand only) plus taxes as applicable and reimbursement of actual travel and out of pocket expenses to be incurred by them be fixed for the purpose of cost audit by M/s. Ramanath Iyer & Co., Cost Accountants (Firm Reg. No.000019) appointed by the Board of Directors on the recommendation of the Audit Committee for the financial year 2026-27 ."

By the Order of the Board,
For **Dwarikesh Sugar Industries Limited**

B. J. Maheshwari
Managing Director & CS cum CCO
(DIN: 00002075)

Date : May 14, 2026
Place : Mumbai

Registered Office :
Dwarikesh Sugar Industries Limited
Dwarikesh Nagar-246762, Dist: Bijnor, Uttar Pradesh
CIN: L15421UP1993PLC018642
Web: www.dwarikesh.com
E-mail: investors@dwarikesh.com
Tel: 01343-267061 - 64

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.

2. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other member. If a Proxy is appointed for more than fifty Members, the Proxy shall choose any fifty Members and confirm the same to the Company not later than 48 hours before the commencement of the meeting. In case, the Proxy fails to do so, only the first fifty proxies received by the Company shall be considered as valid.

3. To be effective, proxies must 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. Proxy forms are annexed to this Report. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution or letter of authority, as applicable.

4. Corporate members intending to send authorised representatives to attend the AGM pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company a certified copy of the relevant Board Resolution, together with specimen signatures of the authorised representatives, to attend and vote on their behalf at the meeting.

5. The Register of Members & Share Transfer Books of the Company will be closed from Friday, July 31, 2026, to Thursday, August 6, 2026 (both days inclusive) for the purpose of determining the Members entitled to attend and vote at the Annual General Meeting and for dividend.

6. Additional information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of Directors seeking appointment / re-appointment at the AGM are furnished and forms a part of the Notice. The Directors have furnished the requisite consents / declarations for their appointment /re- appointment.

7. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.

8. Members and proxies are requested to bring their copy of the Annual Report when attending the AGM.

9. Members seeking any information about the accounts and operations of the Company are requested to address their queries to the Registered Office at least ten days before the date of the meeting to enable the Management to provide the required information.

10. Members holding shares in physical form are entitled to make nominations. Members desirous of making nominations are requested to send their requests in Form SH-13, available from the Company's Registrar & Transfer Agents (RTA), M/s. MUFG Intime India Pvt. Ltd. (Formerly M/s. Link Intime India Private Limited).

11. Members are requested to note that pursuant to Section 124 of the Companies Act, 2013, read with the Investors Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, and subsequent amendments, dividends not encashed for seven consecutive years from the date of transfer to the Unpaid Dividend Account of the Company shall be transferred to the Investor Education and Protection Fund ("IEPF"). Shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. Members are requested to claim their dividends within the stipulated timeline. Members whose unclaimed dividends or shares have been transferred to IEPF may claim the same by making an online application in Form IEPF-5 available on the MCA website [https://mca.gov.in]

12. **Process for dispatch of the Annual Report and registration of email address for obtaining a copy of the same;**

    1. Pursuant to the Ministry of Corporate Affairs' green initiatives and Regulation 36 of the Securities Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015,

the Company is sending all documents including Notices of General Meetings, Audited Financial Statements, Directors' Report, and Auditors' Report in electronic form to Members who have registered their email addresses either directly or through their Depository Participants. Members desiring a physical copy of the Annual Report for FY 2025-26 including the Notice of the 32nd AGM may send a request to the Company at investors@dwarikesh.com or to the RTA at investor.helpdesk@in.mpms.mufg.com , mentioning their DPID and Client ID / Folio Number. The Notice and Annual Report will also be available on the Company's website www.dwarikesh.com, and on the websites of BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com), and CDSL (www.evotingindia.com). A letter providing the web-link, including the exact path, where complete details of the Annual Report for FY 2025-26 are available will be sent to those shareholder(s) who have not registered their e-mail addresses.

13. SEBI has mandated submission of PAN by every securities market participant. Members holding shares in electronic mode are requested to submit PAN to their Depository Participants. Members holding shares in physical form can submit PAN details to the Company or its RTA.

14. In case of joint holders, the member whose name appears first in the Register of Members will be entitled to vote at the AGM.

15. As per SEBI notification dated June 8, 2018, transfer of securities shall be carried out only in dematerialised form. Consequently, Company and RTA will not process transfer of securities held in physical form from April 1, 2019, except in cases of transmission or transposition. Members holding shares in physical form are advised to convert their holdings into dematerialised form by contacting the Company or its RTA.

16. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules 2014, the Company provides remote e-voting facility to its Members. The e-voting instructions and details are annexed herewith:

    a) M/s. MUFG Intime India Pvt. Ltd. (formerly M/s. Link Intime India Private Limited) has been appointed to provide administrative support for remote e-voting.

    b) Details of Scrutinizer: M/s VKM & Associates, Practising Company secretary (FCS No. F-5023 & COP No.4279), has been appointed as the Scrutinizer to scrutinize e-voting in a fair and transparent manner.

    c) The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses (not in the employment of the Company) and make out a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman.

17. A Member can vote either by remote e-voting or in person at the AGM. If a Member votes by both modes, the vote cast by remote e-voting shall prevail, and the vote cast at the AGM shall be treated as invalid. Results along with the Scrutinizer's Report shall be displayed on the Company's website www.dwarikesh.com and on CDSL's website www.evotingindia.com within two days of the AGM and communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

18. The Notice is being sent to all the Members, whose names appear on the Register of Members / List of Beneficial Owners as received from the Central Depository Services Limited (CDSL) as on Friday, July 3, 2026.

19. At the 28th Annual General Meeting ("AGM") held on June 30, 2022, the Members approved the appointment of M/s. Mittal Gupta & Co., Chartered Accountants, Kanpur (ICAI Firm Registration No. 01874C), as the Statutory Auditors of the Company for a term of five consecutive years, commencing from the conclusion of the 28th AGM till the conclusion of the 33rd AGM.

    Further, pursuant to the provisions of the Companies (Amendment) Act, 2017, effective from May 7, 2018, the requirement of ratification of appointment of Statutory Auditors by the Members at every AGM has been dispensed with. Accordingly, no resolution is being proposed for ratification of the appointment of Statutory Auditors at the ensuing 32nd AGM.

20. At the 31st AGM, the Members approved appointment of M/s VKM & Associates, Peer Reviewed - Practicing Company Secretaries (FCS No. F-5023 & COP No.4279), Mumbai as Secretarial Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 36th Annual General Meeting (AGM). The Company has received his consent

and eligibility to continue to act as the Secretarial Auditor of the Company.

21. 'SWAYAM' is a secure, user-friendly web-based application, developed by " MUFG Intime India Private Limited", our Registrar and Share Transfer Agent that empowers shareholders to effortlessly access various services. We request you to get registered and have first-hand experience of the portal.

    This application can be accessed at https://swayam.in.mpms.mufg.com

    - Effective Resolution of Service Request -Generate and Track Service Requests / Complaints through SWAYAM.
    - Features - A user-friendly GUI.
    - Track Corporate Actions like Dividend/Interest/ Bonus/ split.
    - PAN-based investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
    - Effortlessly Raise request for Unpaid Amounts.
    - Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.
    - Statements - View entire holdings and status of corporate benefits.
    - Two-factor authentication (2FA) at Login - Enhances security for investors.

22. Members may note that in accordance with the provisions of the Income-tax Act, 2025 ('the IT Act'), dividend declared and paid by the Company is taxable in the hands of shareholders for Tax Year 2026-27 (FY 2026-27). The Company shall, therefore, be required to deduct Tax at Source ('TDS') at the applicable rates on dividend payable to its shareholders prescribed under the IT Act, read with applicable Double Taxation Avoidance Agreements (Tax Treaties'), wherever applicable. The rate of TDS will vary depending on the residential status of the shareholder and the documents submitted and duly accepted by the Company.

    Accordingly, the above-referred Final Dividend will be paid after deducting TDS as under for Tax Year 2026-27 and the shareholders are required to furnish the relevant documents/information as per details below for the period April 01, 2026, to March 31, 2027:

A. RESIDENT SHAREHOLDERS:

Particulars	Applicable Rate of Tax	Applicable Rate of Tax
Valid PAN	10%	TDS would not be deducted on payment of dividend to Resident Individual Shareholder, if total dividend to be paid/payable to such shareholder during Tax Year 2026-27 does not exceed ₹10,000.
No / Invalid PAN	20%	Shareholders are requested to update their PAN, if not already done, with the depositories (in case of shares held in Demat mode) and with the Company's Registrar and Transfer Agent ('RTA) – MUFG Intime India Private Limited (in case of shares held in physical mode). Shareholders can visit the website [https://web.in.mpms.mufg.com/helpdesk/Service_Request.html] and register their PAN / Email ID / Mobile Number before Thursday, July 30, 2026 1700 Hours (IST), so that TDS will be deducted at 10% (where applicable).
PAN is not linked with Aadhaar as required under section 262(6) (Inoperative PAN) (Note no.1)	20%	In case of a shareholder being individual eligible for obtaining Aadhaar Number have not linked the Aadhaar Number allotted with its PAN in accordance with section 262(6) read with Rule 162 of the Income-tax Rules, 2026 (before the record date), such PAN would be treated as inoperative for the provisions of deduction of TDS and tax will be deducted at 20%.

Particulars	Applicable Rate of Tax	Applicable Rate of Tax
Submission of Form 121 (Note no.2) by resident individual shareholder	Nil	Shareholders to submit a copy of valid PAN card along with declaration at https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html in Form No. 121. **Annexure A** of Form 121. (Download format from the website of the Company) Please note that all fields mentioned in the Form are mandatory and the Company may reject the forms submitted if it does not fulfil the requirement of the law.

1. As per section 262(6) of the IT Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar, except person exempted as per Notification No. 37/2017 issued under the Income-tax Act, 1961 (now, the Income-tax Act, 2025). In case of failure to comply to this, the PAN allotted shall be deemed to be inoperative and tax shall be deducted at higher rates as prescribed under the IT Act.

2. With the Income-tax Act, 2025 ('New IT Act') and the Income-tax Rules, 2026 ('New IT Rules') coming into effect from April 1, 2026, a single form, Form 121, has been prescribed in place of the erstwhile Forms 15G and 15H. Accordingly, individual shareholders are requested to submit Form 121 for the tax year 2026–27. Please note that any declaration submitted in the erstwhile Forms 15G/15H will not be accepted for the tax year 2026–27 as per the provisions of the New IT Act.

Particulars	Applicable Rate of Tax	Declaration/ documents required
Availability of lower/ NIL deduction certificate issued under Section 395 of the IT Act.	Rate provided in the certificate	-Shareholders to submit a copy of valid PAN card along with a copy of valid lower / NIL withholding tax certificate obtained from tax authority. Note: The certificate should be valid for the tax year 2026-27 and should cover the dividend income from the Company
Mutual Funds specified at Schedule VII (Table: Sl. No. 20 or 21) of the IT Act	Nil	- A self- declaration in the format as prescribed in **Annexure B** along with a copy of valid PAN card. (Download format from the website of the Company) - Registration/ exemption certificate substantiating applicability of Schedule VII (Table: Sl. No. 20 or 21) of the IT Act
Members [e.g. Insurance Companies: Public and other insurance companies] specified under section 393(4) Table: Sl. No. 10)	Nil	A self- declaration in the format as prescribed in **Annexure B** along with a copy of valid PAN card. (Download format from the website of the Company) - Registration/ exemption certificate substantiating applicability of section 393(4) Table: Sl. No. 10) of the IT Act
Persons Covered under Section 393(5) of the IT Act (e.g. Govt., RBI, Corporations established by Central Act and exempt from income tax)	Nil	A self- declaration in the format as prescribed in **Annexure B** along with a copy of valid PAN card. (Download format from the website of the Company) - Registration/ exemption certificate substantiating applicability of section 393(5) of the IT Act.

Particulars	Applicable Rate of Tax	Declaration/ documents required
Alternative Investment Fund ('AIF')	Nil	This will be applicable for Category I and II AIF registered with Securities and Exchange Board of India ('SEBI'). Documents required: ▪ A self- declaration in the format as prescribed in **Annexure B** along with a copy of valid PAN card. ▪ Copy of registration certificate (Download format from the website of the Company)
Any other entity exempt from withholding tax under the provisions of sections 393/400 of the IT Act [including those mentioned in Circular No. 18/2017 issued by Central Board of Direct Taxes ('CBDT') issued under the Income-tax Act, 1961 (Now, the Income-tax Act, 2025) viz. New Pension System Trust referred to in section 393(9), Recognized Provident Fund, Approved Superannuation Fund or Approved Gratuity Fund Or any other shareholder availing exemption	Nil	▪ A self- declaration in the format as prescribed in **Annexure B** along with a copy of valid PAN card. ▪ Adequate documentary evidence, substantiating the type of entity.

B. NON-RESIDENT SHAREHOLDERS:

As per Section 159 of the IT Act, the non-resident member has the option to be governed by the provisions of the Double Taxation Avoidance Agreement ("Tax Treaty") between India and the country of tax residence of the member, if they are more beneficial to them. Please refer to the below table for the details of documents required to avail Tax Treaty benefits:

Particulars	Applicable Rate of Tax	Declaration/ documents required
Non-resident Members including Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs) except if specifically falling under any of the below categories	20% (plus applicable surcharge and cess) OR Tax Treaty Rate* (whichever is lower)	Shareholders may also apply for beneficial tax rates as per the relevant Tax Treaty, by submitting following documents: Self-attested Copy of Indian Tax Identification number (that is PAN). Self-attested Tax Residency Certificate (TRC)^ obtained from the tax authorities of the country of which the shareholder is a resident, Shareholders may also apply for beneficial tax rates as per the relevant Tax Treaty, by submitting following documents: Self-attested Copy of Indian Tax Identification number (that is PAN). Self-attested Tax Residency Certificate (TRC)^ obtained from the tax authorities of the country of which the shareholder is a resident, valid for Tax Year 2026-27 (covering the period from April 1, 2026 to March 31, 2027); ▪ Electronically generated Form 41 from the link https://eportal.incometax.gov.in ▪ In case of FIIs and FPIs, self-attested copy of SEBI registration certificate

Particulars	Applicable Rate of Tax	Declaration/ documents required
		• Self-declaration for Tax Year 2026-27 (covering the period from April 1, 2026 to March 31, 2027) as per **Annexure C** (Download format from the website of the Company) from Non-resident on shareholder's letterhead, primarily (not exclusive list) covering the following: a. You are eligible to claim the benefit of respective tax treaty; b. You will continue to remain a tax resident of the country of your residency during the Tax Year 2026-27 ; c. You have no reason to believe that your claim for the benefits of the Tax Treaty is impaired in any manner; d. Non-resident receiving the dividend income is the beneficial owner of such income. e. Dividend income is not attributable / effectively connected to any Permanent Establishment (PE) or Fixed Base or Business Connection or Place of Effective Management, in India. f. Non-resident complies with any other condition prescribed in the relevant Tax Treaty and provisions under the Multilateral Instrument ('MLI'). g. Tax Identification Number and Complete address in the country of residence
Non-Resident Shareholders who are tax residents of Notified Jurisdictional Area as defined under section 176 of the IT Act	30%	Not Applicable
Alternative Investment Fund – Category III located in International Financial Services Centre	10% (plus applicable surcharge and cess)	▪ Copy of valid PAN card ▪ Self-declaration (Download format **Annexure D** (from the website of the Company) along with adequate documentary evidence (e.g. registration certificate) substantiating the nature of the entity.
Foreign Portfolio Investors (FPIs) – Category I	10% (plus applicable surcharge and cess) in case of a valid PAN	▪ Copy of valid PAN card ▪ Self-declaration (Download format **Annexure E** from the website of the Company) along with adequate documentary evidence (e.g. registration certificate) substantiating the nature of the entity.
Sovereign Wealth funds and Pension funds notified by Central Government under Schedule V (Table: Sl. No. 7) of the IT Act	Nil	▪ Copy of valid PAN card ▪ Document evidencing the applicability of provisions under Schedule V (Table: Sl. No. 7) of the IT Act i.e. copy of the notification issued by CBDT substantiating the applicability of Schedule V (Table: Sl. No. 7) of the IT Act issued by the Government of India Self-declaration in the format from the website of the Company) as prescribed in **Annexure F** and **Annexure G** that the conditions specified in column D against Table: Sl. No. 7 under Schedule V of the IT Act have been complied with.

Particulars	Applicable Rate of Tax	Declaration/ documents required
Subsidiary of Abu Dhabi Investment Authority (ADIA) as specified under Schedule V (Table: Sl. No. 7) of the IT Act	Nil	▪ Copy of valid PAN card Self-declaration in the format download from website of the Company as prescribed in **Annexure H** that the conditions specified under Schedule V (Table: Sl. No. 7) of the IT Act have been complied with.
Availability of Lower/ Nil tax deduction certificate issued under section 395 of the IT Act.	Rate specified in lower tax deduction certificate	Lower/ NIL withholding tax certificate obtained from tax authority including a copy of valid PAN card. Note: The certificate should be valid for the tax year 2026-27 and should cover the dividend income from the Company.

^In case, the TRC is furnished in a language other than English, the said TRC would have to be translated from such other language to English language and thereafter duly notarized and apostilled copy of the TRC would have to be provided.

*The beneficial Tax Treaty rates will not automatically apply at the time of tax deduction/ withholding on dividend amounts. Application of beneficial Tax Treaty Rate shall depend upon the completeness and satisfactory review by the Company of documents submitted by non-resident shareholders and meeting requirement of the IT Act read with applicable Tax Treaty. It must be ensured that self-declaration should be addressed to the Company and should be in the same format as attached. In case documents are found to be incomplete, the Company reserves the right to not consider the tax rate prescribed under the tax treaty, as may be applicable.

Notes:

i. In case, the dividend income is assessable to tax in the hands of a person other than the registered shareholder, the registered shareholder is required to furnish a declaration containing the name, address, PAN, number of shares, dividend amount of the person to whom TDS credit is to be given and reasons for giving credit to such person. In this regard, a declaration must be filed with the Company in accordance with Rule 203(2) of the Income-tax Rules, 2026. The declaration must consist of name, address, PAN, number of shares, dividend amount along with other documents mentioned above depending upon the tax residency status of such person to whom credit is to be given.

   Refer Annexure I for draft format of declaration for providing credit of TDS to another person.

   In case such details are furnished to the Company after << **Thursday, July 30, 2026** >>, 1700 Hours (IST), the Company shall reject such documents/ communication. **Thursday, July 30, 2026**

ii. The documents mentioned above (as applicable) have to be uploaded as one PDF file on the portal of M/s. MUFG Intime India Private Limited (formerly Link Intime India Private Limited), RTA of the Company at [https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html before **Thursday, July 30, 2026**, 1700 Hours (IST). Alternatively, physical documents may be sent to RTA at the following address so as to reach M/s. MUFG Intime India Private Limited before the aforementioned date and time:

   Any communication in relation to tax rate determination/ deduction received post << **Thursday, July 30, 2026**>>, 1700 Hours (IST) shall not be considered.

iii. Shareholders may note that all documents to be submitted are required to be self-attested (the documents should be signed by shareholder/ authorised signatory stating the document to be "certified true copy of the original"). In case of ambiguous, incomplete or conflicting information, or valid information/documents not being provided, tax at maximum applicable rate will be deducted.

iv. In case of any discrepancy in documents submitted by the shareholder, the Company will deduct tax at higher rate as applicable, without any further communication in this regard.

v. Recording of valid PAN in the records of Company/ RTA is mandatory. In absence of valid PAN, tax will be deducted at a higher rate of 20% (plus applicable surcharge and cess) as per Section 397(2) of the IT Act, as may be applicable as per law.

vi. Determination of withholding tax rate is subject to necessary verification by the Company of the shareholder details as available with the Depository Participant in case shares are held in dematerialized form; or RTA in case shares are held in physical form, as on Record Date and other documents available with the Company/ RTA. Shareholders holding shares under multiple accounts under different residential status/ category and single PAN, may note that, higher of the tax rate as applicable to different residential status/ category will be considered for their entire shareholding under different accounts.

vii. Further, if PAN is not as per the database of the Income-tax Portal, it would be considered an invalid PAN.

viii. In the event of a mismatch in category of shareholder (individual, company, trust, partnership, local authority, Government, Association of Persons etc.) as per register of members and as per fourth letter of PAN (10 digit alpha-numeric number), the Company would consider fourth letter of PAN for determining the category of shareholders and the applicable tax rate/ surcharge/ education cess.

ix. Shareholders may note that in case the tax on said dividend is deducted at a higher rate in absence of receipt, or insufficiency of the aforementioned details/ documents from you, an option is available to you to file the return of income as per IT Act and claim an appropriate refund, if eligible.

x. Shareholders may note that the TDS certificate in respect of tax deducted on dividend will be made available on the Company's website in due course. Shareholders will also be able to view the credit of such TDS in their (Form 26AS) / Annual Information Statement (AIS), which can be accessed from their e-filing account on the income-tax portal at https://www.incometax.gov.in. Alternatively, shareholders may request a copy of the TDS certificate by writing to the Company at investors@dwarikesh.com .

xi. In an event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, the shareholder will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any tax proceedings.

   All communications/documentation/queries in this respect should be addressed and sent to M/s. MUFG Intime India Private Limited (Formerly M/s. Link Intime India Private Limited) at its email address: investor.helpdesk@in.mpms.mufg.com. No communication on the tax determination/ deduction shall be entertained after << **Thursday, July 30, 2026** >> , 1700 Hours (IST).

27. The Company has fixed Thursday, 30th July, 2026 as the 'Record Date' for determining entitlement of members to dividend for the financial year ended March 31, 2026, if approved at the AGM.

The Instruction to Members for Remote E-Voting

STEP 1: ACCESS THROUGH DEPOSITORIES CDSL/ NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

STEP 2: ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

i. The voting period begins on Monday, August 3, 2026 at 9.00 a.m. and ends on Wednesday August 5, 2026 at 5.00 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 fixed Thursday, 30th July, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

STEP 1: ACCESS THROUGH DEPOSITORIES CDSL/ NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab.

Type of shareholders	Login Method
	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 user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg. jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www. evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

STEP 2 : ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

iv. Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on “Shareholders” module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below :

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) *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. ▪ 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.

v. After entering these details appropriately, click on “SUBMIT” tab.

vi. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

viii. Click on the EVSN for the relevant <Dwarikesh Sugar Industries Limited> on which you choose to vote.

ix. 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.

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

xi. 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.

xii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xiii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xiv. 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.

xv. There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

xvi. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk. evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@dwarikesh.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to Company/ RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting 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 toll free no. 1800 21 09911

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 at toll free no. 1800 21 09911

Annexure to Notice

Explanatory Statement Pursuant to the Provisions of Section 102 of the Companies Act, 2013 Read Together with Regulation 17(11) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Other Applicable Laws (as amended) .

The following Explanatory Statement sets out all material facts and recommendations of the Board of Directors of the Company relating to the Item Nos. 4, 5 and 6 of the accompanying Notice dated, 14th May 2026.

Item No: 4

The term of Shri Gautam R. Morarka (DIN: 00002078) as Whole Time Director designated as Executive Chairman will expire on December 31, 2026. Based on the performance evaluation and as per the recommendation of the Nomination & Remuneration Committee, it is proposed to re-appoint Shri G. R. Morarka as Whole Time Director designated as Executive Chairman of the Company for a further period of five years with effect from 1st January, 2027 on such terms and conditions as the Board may deem fit.

A statement containing his profile is given hereunder in the disclosure pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board recommends the ordinary resolution for approval by the shareholders.

None of the Directors, Key Managerial Personnel (KMPs) of the Company or the relatives of Directors or KMPs, except Shri Gautam. R. Morarka and Ms. Priyanka G. Morarka are in any way concerned or interested in the proposed resolution.

Item No: 5

The Members are informed that the tenure of Shri Gautam R. Morarka as Whole-time Director designated as Executive Chairman of the Company is due for re-appointment. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on 14th May, 2026, has approved the re-appointment of Shri Gautam R. Morarka as Whole-time Director designated as Executive Chairman for a further period of five (5) years from January 1, 2027 to December 31, 2031, subject to the approval of Members, on the terms and conditions including remuneration as set out in the resolution.

The remuneration proposed to be paid to Shri G. R. Morarka is in accordance with the provisions of Section 197 of Companies Act, 2013 or Schedule V of the Companies Act, 2013

When the Company has Profits:

Remuneration shall be payable by way of salary, allowances, perquisites, commission and other benefits as approved by the Board / Nomination and Remuneration Committee from time to time, including payment of remuneration in excess of the specified limits prescribed under Section 197 of the Companies Act, 2013.

Remuneration payable when the Company has no profits, or its profits are inadequate: Where in any financial year(s) during the tenure of Shri Gautam. R. Morarka, the Company has no profits or its profits are inadequate, the Company shall pay to him remuneration by way of salary, perquisites and allowances as minimum remuneration in accordance with the provisions of Section II of Part II of Schedule V to the Companies Act, 2013, for such period as may be applicable. In the event of no profits or inadequate profits in any financial year during his tenure, the remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V to the Companies Act, 2013 notwithstanding the fact that it may exceed limits mentioned in provisos to section 197 of the Companies Act ,2013.

1. **Tenure of Appointment** The Company shall employ Shri Gautam R. Morarka to serve as the Chairman and Executive Director of the Company for a period of five years with effect from January 1, 2027, to December 31, 2031 (both days inclusive), not liable to retire by rotation.

2. **Designation:** Chairman- Executive Director

   Remuneration:

   ### Section I

   Remuneration payable when the Company has Profits:

   - Remuneration shall be payable by way of salary, allowances, perquisites, commission and other benefits as approved by the Board / Nomination and Remuneration Committee from time to time, including payment of remuneration in excess of the specified limits prescribed under Section 197 of the Companies Act, 2013.

Section II

Remuneration payable when the Company has no profits or inadequate profits.:

(A) Remuneration	Salary (Basic) of ₹10,00,000/- per month.
(B) Perquisites and allowances:	i) House Rent allowance : ₹7,00,000/- per month, Conveyance allowance ₹3,00,000/- per month ii) Other Allowances & payments : Including helper allowance, ex-gratia, bonus, and such other allowances or payments in any form as may be applicable. iii) Other Perquisites: Such other benefits, amenities, and facilities as may be determined by the Board or the Nomination & Remuneration Committee from time to time.
Explanations:	Perquisites shall be evaluated as per Income-tax Rules, 1962 wherever applicable and in absence of any such rule, perquisites shall be evaluated at actual cost. For the purpose of perquisites stated hereinabove, 'family' means the spouse, dependent children and dependent parents of the appointee. **CATEGORY 'B'** The Executive Chairman shall also be entitled to the following perquisites as per rules of the Company, which will not be included in the computation of the ceiling of remuneration as above: i) Contribution to Provident Fund and Superannuation Fund or Annuity Fund to the extent these, either singly or put together, are not taxable under the Income-Tax Act, 1961. ii) Gratuity payable as per rules of the Company. iii) Leave with full pay or encashment thereof as per the rules of the Company. Encashment of unavailed leave being allowed at the end of the tenure. iv) Provision of chauffeur-driven car or reimbursement of driver's remuneration on Company's business and telephone, telefax, mobile, and other communication facilities at residence for official purposes will not be considered as perquisites. Personal long-distance calls and use of car for private purposes shall be billed by the Company to the Executive Director.

In the event of no profits or inadequate profits in any financial year during his tenure, the remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V to the Companies Act, 2013 notwithstanding the fact that it may exceed limits mentioned in provisos to section 197 of the Companies Act ,2013.

Shri Gautam R Morarka satisfies all the conditions as set out in Part I of Schedule V as also under sub – section 3 of section 196 of the Companies Act, 2013 for being appointed as Executive Director of the Company. He is not disqualified from being appointed as a Director in terms of section 164 of the Companies Act, 2013. Shri Gautam R Morarka is not debarred from holding the office of Director pursuant to any SEBI/MCA order.

Shri G. R. Morarka, being a related party, the remuneration payable to him does not exceed the materiality threshold prescribed under Regulation 23 of SEBI (LODR) Regulations, 2015, and therefore does not constitute a material related party transaction.

The additional details of Shri Gautam R Morarka as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and secretarial standard issued by the Institute of Company Secretaries of India are annexed to this notice.

The copy of draft agreement, as approved by Board is available on the Company's website at www.dwarikesh.com for inspection through electronic mode by the members.

The Board recommends passing of the proposed Resolution stated in Item No. 5 of this Notice as a Special Resolution.

None of the Directors, Key Managerial Persons (KMPs) of the Company or the relatives of Directors or KMPs, except Shri Gautam R. Morarka and Ms. Priyanka Morarka is in any way concerned or interested in the proposed resolution.

ITEM NO. 6:

The Board of Directors of the Company, on the recommendation of the Audit Committee, had approved the appointment and remuneration of M/s. Ramanath Iyer & Co., Cost Accountants (Firm Regn. No.000019) as the Cost Auditors to conduct the audit of the cost records of the Company relating to Sugar (including Industrial Alcohol) and Electricity for the financial year ending March 31, 2027 at a remuneration of ₹2,10,000/- p.a. exclusive of travelling, boarding, lodging and out-of-pocket expenses.

In terms of the provisions of Section 148 of the Companies Act, 2013 (the 'Act') read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing an ordinary resolution as set out in Item No. 6 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

None of the Directors, Key Managerial Personnel of the Company and their relatives, in any way, are concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the ordinary resolution for approval by the shareholders.

By the Order of the Board,
For **Dwarikesh Sugar Industries Limited**

B. J. Maheshwari
Managing Director & CS cum CCO
(DIN: 00002075)

Date : May 14, 2026
Place : Mumbai

Registered Office :
Dwarikesh Sugar Industries Limited
Dwarikesh Nagar-246762, Dist: Bijnor, Uttar Pradesh
CIN: L15421UP1993PLC018642
Web: www.dwarikesh.com
E-mail: investors@dwarikesh.com
Tel: 01343-267061 - 64

Details of Directors Seeking Appointment / Re-Appointment in Annual General Meeting

[Pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of the Director	**Shri Gautam. R . Morarka**	**Shri B. J. Maheshwari**
DIN	**00002078**	**00002075**
Date of Birth	January 1, 1962	May 2, 1960
Nationality	Indian	Indian
Date of First Appointment	January 1 , 2019	May 1, 2009
Qualifications	B. Com & ICWA (Inter)	Chartered Accountant & Company Secretary
Experience & Expertise	Shri Gautam R. Morarka has over four decades of extensive experience in the sugar and allied industries. He possesses deep expertise in strategic planning, business expansion, and operations management across integrated sugar complexes, including distillery operations. He has been instrumental in setting up multiple sugar manufacturing units and distilleries, demonstrating strong project execution capabilities and operational efficiency. His leadership has contributed significantly to the growth and diversification of the Company's business. He also brings valuable experience in corporate governance, stakeholder management, and long-term business strategy, along with a strong understanding of industry dynamics and regulatory frameworks.	Shri B. J. Maheshwari has over 40 years of extensive experience in corporate laws, secretarial practices, and regulatory compliances. He possesses deep expertise in handling listing requirements, corporate governance, and statutory compliances under various regulatory frameworks. He has significant experience in taxation matters, both direct and indirect, as well as legal and administrative functions. His strong professional background as a Chartered Accountant and Company Secretary enables him to effectively oversee financial, legal, and compliance aspects of the Company.
	Expertise: Finance and Strategy	Expertise: Secretarial, Legal & Taxation
Shareholding of Directors in company	2,81,95,609	NIL
Directorship held in other public companies excluding foreign and private companies	▪ Dwarikesh Trading Company Limited ▪ Morarka Trading Private Limited ▪ Morarka Finance Limited ▪ Faridpur Sugars Limited ▪ Dwarikesh Agriculture Research Institute	▪ Faridpur Sugar Limited ▪ Dwarikesh Trading Company Limited ▪ Dwarikesh Informatics Limited ▪ Morarka Trading Private Limited ▪ Dwarikesh Agriculture Research Institute
Chairmanship / Memberships of committees*	Chairmanship: (0) Membership: (1)	Chairmanship: (0) Membership: (1)
Relationship between Directors inter-se	Ms Priyanka G. Morarka is the daughter of Shri Gautam R Morarka	NA

*Committee Membership or Chairmanship includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Companies Whether listed or not.)