

BIJOY HANS LIMITED

CIN: L86100AS1985PLC002323

SHORTER NOTICE OF MEETING OF BOARD OF DIRECTORS 09/2025-2026

AGENDA OF THE MEETING OF THE BOARD OF DIRECTORS FOR BIJOY HANS LIMITED

TO BE HELD ON WEDNESDAY, 17TH MARCH, 2026

“AT UNIT NO 408 THIRD FLOOR ROYAL MIRAJ ARCADE, LAXMI MARKET MIRAJ SHRIKANT CHOWK,
SANGLI, MIRAJ, MAHARASHTRA, 416410.”

AT 3:00 P.M.

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Reg. Office: Nirvana Co Working spaces, Mezzanine Floor, Itag Plaza, ABC, G S Road, Guwahati, Dispur, Kamrup, Gmc, Assam, India, 781005

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AGENDA OF THE MEETING OF THE BOARD OF DIRECTORS

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Agenda 4	To consider and approve increasing borrowing limits of the Board of directors of the company under section 180 of the companies act, 2013.
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Agenda 1: To Grant Leave of Absence, If Any, To the Directors of the Company.

The Board to grant leave of absence requests, if any.

Agenda 2: To take note on minutes on previous Board Meeting held on 11th March, 2026.

The Minutes of the board meeting held on 11th March, 2026 which was already circulated to the Board, requires the approval with or without modification.

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Agenda 3: To consider change in name of the Company, subject to necessary approvals of the members and statutory / regulatory authorities.

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 Nirvana Co-Working Spaces,
Mezzanine Floor, Itag Plaza, ABC,
G S Road, Guwahati, Dispur, Kamrup,
Gmc, Assam-India, 781005.

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The Chairman to inform the Board that, as the Company has entered into new business activities by alteration of object clause of the memorandum of association of the Company and to reflect the changed activities more deliberately, the Board may consider to change the name of the Company, subject to necessary approvals as may be required to be obtained in accordance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman to further inform that Company has received an approval from Ministry of Corporate Affairs vide dated 13th March, 2026 The proposed name 'Arvaya Healthcare Limited' has been reserved by the Central Registration Centre (CRC), Ministry of Corporate Affairs through the RUN service

After discussion, the following resolution may be passed:

“RESOLVED THAT pursuant to the provisions of Section(s) 4, 5, 13, 14, 15 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Rule 29 of the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and any other applicable law(s), regulation(s), rule(s) or guideline(s), the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and Regulation 45 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and subject to the approval of shareholders and Central Government [power delegated to Registrar of Companies (“ROC”)] and other regulatory authorities, as may be applicable, consent of the Board of Directors be and is hereby accorded to change the name of the Company from “BIJOY HANS LIMITED” to “ARVAYA HEALTHCARE LIMITED”.

RESOLVED FURTHER THAT pursuant to section 13 of the Companies Act, 2013, existing Name Clause I of the Memorandum of Association of the Company be substituted by the following:

The Name of the company is Arvaya Healthcare Limited.

RESOLVED FURTHER THAT in accordance with the Section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company.

RESOLVED FURTHER THAT upon and subject to obtaining requisite approvals, the name “Bijoy Hans Limited” wherever it occurs in the letter heads and other stationery of the Company be substituted by the name “Arvaya Healthcare Limited”.

RESOLVED FURTHER THAT any one Director of the Company and/or Company Secretary be and is hereby authorized to file necessary forms, applications etc. for giving effect to change of name & to do all such acts, deeds, things and matters as may be required or necessary in this matter on behalf of the Company.”

Agenda 4: To consider and approve increasing borrowing limits of the Board of Directors of the company under section 180 of the Companies Act, 2013.

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The Board is informed that pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow money where the amount to be borrowed, together with the money already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceeds the aggregate of the paid-up share capital, free reserves and securities premium, without the consent of the shareholders by way of Special Resolution.

Considering the future growth plans and funding requirements of the Company, it is proposed to increase the borrowing powers of the Board of Directors up to Rs. 200 Crores (Rupees Two Hundred Crores only).

The Board is requested to consider and approve the proposal for increasing the borrowing limits of the Company under Section 180(1)(c), subject to the approval of shareholders.

The draft resolution is placed before the Board for consideration.

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Board be and is hereby accorded to increase the borrowing limits of the Company, subject to the approval of the shareholders of the Company by way of Special Resolution, such that the total amount of money to be borrowed by the Board of Directors from time to time shall not exceed Rs. 200 Crores (Rupees Two Hundred Crores only), notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, Mr. Kaushal Shah, (DIN: 02175130) Managing Director and/or Mr. Ranganath Abhiram, Chief Financial Officer and/or Mrs. Guinea Agrawal, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorised to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.”

Agenda 5: To consider & approve authorization to make loan(s) and give guarantee(s), provide security (ies) or make investments under section 186 of the Companies Act, 2013.

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The Board is informed that pursuant to the provisions of Section 186 of the Companies Act, 2013 read with Rule 11 of the Companies (Meetings of Board and its Powers) Rules, 2014, a company may give loans, guarantees, provide securities or make investments subject to the limits prescribed therein.

As per Section 186(2), a company shall not directly or indirectly:

- give any loan to any person or other body corporate,
- give any guarantee or provide security in connection with a loan to any other body corporate or person, or
- acquire by way of subscription, purchase or otherwise, the securities of any other body corporate,

exceeding 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, unless previously authorized by the members of the Company by way of a Special Resolution.

Considering the Company's operational and strategic investment requirements, it is proposed to authorize the Board of Directors to make loans, give guarantees, provide securities and make investments up to an aggregate limit of Rs. 200 Crores (Rupees Two Hundred Crores Only), which may exceed the limits prescribed under Section 186(2), subject to approval of the shareholders of the Company by way of Special Resolution.

The Board is requested to consider and approve the proposal.

The draft resolution is to be placed before the Board for consideration.

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of the shareholders of the Company by way of a Special Resolution, consent of the Board of Directors be and is hereby accorded to authorize the Company to:

- give any loan to any person or other body corporate;
- give any guarantee or provide security in connection with a loan to any other body corporate or person; and
- acquire by way of subscription, purchase or otherwise, the securities of any other body corporate,

from time to time, up to an aggregate amount not exceeding Rs. 200 Crores (Rupees Two Hundred Crores Only) notwithstanding that the aggregate of the loans and investments so far made, the amounts for which guarantee or security so far provided together with the proposed loans, guarantees, securities or investments may exceed the limits prescribed under Section 186(2) of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, Mr. Kaushal Shah, (DIN: 02175130) Managing Director and/or Mr. Ranganath Abhiram, Chief Financial Officer and/or Mrs. Guinea Agrawal, Company Secretary & Compliance Officer of the Company, be and are hereby

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severally authorised to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.”

Agenda 6: To consider authorization to advance any loan or give any guarantee or provide any security under section 185 of the Companies Act, 2013.

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Pursuant to Section 185(2) of the Companies Act, 2013, a company may advance any loan (including loan represented by book debt) or give any guarantee or provide any security in connection with any loan taken by any person in whom any director of the company is interested, subject to passing of a Special Resolution by the members in a general meeting and disclosure of full particulars in the explanatory statement.

Accordingly, the Board may consider and approve granting of loan(s) and/or giving guarantee(s) and/or providing security(ies) in connection with loan(s) taken by such persons/entities, subject to approval of shareholders by way of Special Resolution.

The Board is requested to consider the matter and, if thought fit, approve the resolution and recommend the same to the members for their approval.

“RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force, the consent of the Board of Directors of the Company be and is hereby accorded to advance loan(s) including loan represented by book debt, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken by any person or entity in whom any of the Directors of the Company is interested, for an aggregate amount not exceeding Rs. 100,00,00,000 (Rupees One Hundred Crores only) on such terms and conditions as the Board may deem fit, provided that such loan shall be utilized by the borrowing company for its principal business activities, on such terms and conditions as the Board of Directors may deem fit subject to approval of the members of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, Mr. Kaushal Shah, (DIN: 02175130) Managing Director and/or Mr. Ranganath Abhiram, Chief Financial Officer and/or Mrs. Guinea Agrawal, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorised to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.”

Agenda 7: To consider and approve revision in remuneration of Mr. Kaushal Shah, Managing Director of the Company.

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CS Guinea Agrawal to inform the Board that it is proposed to increase the remuneration of Mr. Kaushal Shah, Managing Director of the Company.

She further informed the Board that Members of the Company at the Annual General Meeting held on 25 August 2025 have approved the remuneration of Mr. Kaushal Shah in accordance with Section 197 and Schedule V of the Companies Act, 2013.

Considering the enhanced roles and responsibilities, continued leadership, operational performance of the Company and industry benchmarks, it is proposed to revise the remuneration payable to Mr. Kaushal Shah.

The proposed revision is in line with the Nomination and Remuneration Policy of the Company and within the limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013.

The matter was discussed and after due deliberation, the Board may pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 178, 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V and the Nomination and Remuneration Policy of the Company, and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and on the basis of the recommendation of Nomination & Remuneration Committee and subject to the approval of the Members of the Company, the Board of Directors of the Company be and is hereby authorized to approve and recommend the revision in the remuneration of Mr. Kaushal Uttam Shah (DIN: 02175130), Managing Director of the Company with effect from 1 April 2026, on the following terms and conditions:

- a. Salary: ₹10,00,000 (Rupees Ten Lacs only) per month.
- b. Perquisites and Allowances: Perquisites, allowances, and benefits as may be applicable in accordance with the policies of the Company and within the limits prescribed under the applicable provisions of the Companies Act, 2013.
- c. Performance Linked Incentive / Commission: Such performance linked incentive or commission as may be determined by the Board of Directors from time to time, subject to the limits prescribed under the Companies Act, 2013.
- d. Other Benefits: Such other benefits, perquisites, or facilities as may be approved by the Board of Directors and/or the Nomination and Remuneration Committee from time to time in accordance with the applicable laws and Company policy.

RESOLVED FURTHER THAT the remuneration as stated above shall be payable to Mr. Kaushal Uttam Shah including the remuneration to be paid in the event of loss or inadequacy of profits in any financial

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year during the period of his appointment or during such financial years when the loss or inadequacy arises, whichever is lower, subject to the overall limits prescribed under Section 197 read with Schedule V of the Companies Act, 2013 and subject to such approvals as may be required.

RESOLVED FURTHER THAT the Board of Directors of the Company (including the Nomination and Remuneration Committee thereof) be and is hereby authorized to alter and vary the terms and conditions of the said appointment and/or remuneration from time to time as it may deem fit and as may be agreed between the Company and Mr. Kaushal Uttam Shah, provided that such alteration or variation shall always be within the overall limits prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

Agenda 8: To consider and approve revision in remuneration of Mr. Abhiram Ranganath, Chief Financial Officer.

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Pursuant to the provisions of Sections 178 and 203 of the Companies Act, 2013, read with the Nomination and Remuneration Policy of the Company and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee at its meeting held on 18th March, 2026 has recommended revision in the remuneration payable to Mr. Abhiram Ranganath, Chief Financial Officer (Key Managerial Personnel) of the Company with effect from 1 April, 2026.

The recommendation of the Nomination and Remuneration Committee is placed before the Board for its consideration and approval.

The Board may pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 178, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with the Nomination and Remuneration Policy of the Company and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendation of the Nomination and Remuneration Committee, the consent of the Board of Directors of the Company be and is hereby accorded to approve the revision in remuneration payable to Mr. Abhiram Ranganath, Chief Financial Officer (CFO) and Key Managerial Personnel of the Company, with effect from 1 April, 2026 as under:

- Revised Remuneration: ₹5,00,000 (Rupees Five Lakhs only) per month, inclusive of salary, allowances, perquisites and other benefits as may be applicable in accordance with the policies of the Company.

RESOLVED FURTHER THAT the aforesaid revised remuneration shall be in accordance with and within the limits prescribed under the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Nomination and Remuneration Policy of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

Agenda 9: To consider and approve change in designation of Mr. Salil Shetty from Non-Executive Director to Executive Director and Chief Executive Officer of the Company.

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Pursuant to the provisions of Sections 196, 197 and 203 of the Companies Act, 2013, read with the Schedule V of the Companies Act, 2013 and Nomination and Remuneration Policy of the Company and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee at its meeting held on 18th March, 2026 has recommended change in the designation of Mr. Salil Shetty from Non-Executive Director to Executive Director and Chief Executive Officer of the Company.

The recommendation of the Nomination and Remuneration Committee is placed before the Board for its consideration and approval.

The Board may pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and in compliance with Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the Members, the consent of the Board of Directors of the Company be and is hereby accorded for the change in designation of Mr. Salil Shetty (DIN: 07424136) from Non-Executive Director to Executive Director of the Company, liable to retire by rotation, with effect from 1st April, 2026 subject to the approval of the Members of the Company.

RESOLVED FURTHER THAT, pursuant to the aforesaid provisions of the Companies Act, 2013 and the rules made thereunder and based on the recommendation of the Nomination and Remuneration Committee, Mr. Salil Shetty (DIN: 07424136) be and is hereby appointed and designated as the Chief Executive Officer (CEO) of the Company for a period of five years commencing from 1st April, 2026 to 31st March, 2031 subject to the approval of the Members of the Company and such other approvals as may be required under applicable laws.

RESOLVED FURTHER THAT in consideration of his services as Executive Director and Chief Executive Officer, Mr. Salil Shetty shall be entitled to receive a consolidated remuneration of ₹10,00,000 (Rupees Ten Lakhs only) per month, inclusive of salary, allowances, perquisites and other benefits, in accordance with the Remuneration Policy of the Company and within the limits prescribed under the Companies Act, 2013, subject to the approval of the Members of the Company.

RESOLVED FURTHER THAT Mr. Salil Shetty, being an Executive Director and Chief Executive Officer, shall not be entitled to receive sitting fees for attending meetings of the Board of Directors or Committees thereof.

RESOLVED FURTHER THAT the Board of Directors hereby authorizes the Company Secretary and/or any Director of the Company to file requisite e-forms with the Registrar of Companies and complete

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all statutory filings as may be required make necessary disclosures and filings with the Stock Exchanges in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.”

Agenda 10: To consider & adopt new set of Articles of Association as per Companies Act, 2013.

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Mrs. Guinea Agrawal, Company Secretary & Compliance officer to inform the Board that pursuant to Section 14 of the Companies Act, 2013, and other applicable provisions, if any, the Board of Directors may approve the draft of new Articles of Association and recommend the same to the members of the Company for their approval by way of a Special Resolution.

The Board may pass the following resolution:

RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013, and subject to the approval of the members of the Company, the Board of Directors hereby approves the adoption of a new set of Articles of Association in substitution for, and to the exclusion of, the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to perform and undertake all such acts, deeds, matters and things to finalize and execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable this resolution and to settle any questions, difficulty or doubt that may arise in this regard.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of Company or to any Director(s) of Company or any other Officer(s) or employee(s) of the Company as it may consider appropriate in order to give effect to this resolution.”

Agenda 11: To consider and approve increase in Authorised Share Capital of the Company and consequential alteration in the Memorandum of Association.

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The Board is requested to take note that in view of the proposed issue of further securities and increase in capital base of the Company, it is necessary to increase the Authorised Share Capital of the Company, subject to the approval of shareholders.

The board, if considered fit, is requested to pass the following resolution with suitable amendments, if required:

“RESOLVED THAT pursuant to the provisions of Sections 13,61, 64 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of the members of the Company, the Authorised Share Capital of the Company be and is hereby increased from ₹ 60,00,00,000 (Rupees Sixty Crores Only) divided into 6,00,00,000 equity shares of ₹ 10/- [Rupees Ten Only] each to ₹ 200,00,00,000 (Rupees Two Hundred Crores) divided into equity 20,00,00,000 shares of ₹ 10/- [Rupees Ten Each] each.”

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company be substituted with the following new clause:

V. The Authorised Share Capital of the Company is ₹ 200,00,00,000 (Rupees Two Hundred Crores) divided into 20,00,00,000 equity shares of ₹ 10/- [Rupees Ten Each] each.”

RESOLVED FURTHER THAT any of the present Director or the company Secretary be and is hereby authorised to take all such steps, sign and file all necessary forms, documents and returns with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary or expedient for giving effect to this resolution.”

Agenda 12: To consider the approval for the postal ballot process and related actions.

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To consider and approve subject to the approval of the shareholders the conduct of a postal ballot process in accordance with Section 110 and other applicable provisions of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014, and to authorize the Directors / Company Secretary to take all necessary actions in connection with the postal ballot process.”

The Board may pass the following resolution:

RESOLVED THAT pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, and other applicable laws, the approval of the Board of Directors be and is hereby accorded to conduct the postal ballot process for seeking approval of the shareholders of the Company on such agenda items as may be placed before them.

RESOLVED FURTHER THAT the draft of the Postal Ballot Notice along with the Explanatory Statement, as placed before the Board, be and is hereby approved and Mr. Kaushal Shah, (DIN: 02175130) Managing Director and/or Mrs. Guinea Agrawal, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorised to take all such actions and to give all such directions and to do all such acts, deeds, matters and things as may be necessary and/or expedient in that behalf.

RESOLVED FURTHER THAT Mr. Kaushal Shah, (DIN: 02175130) Managing Director and/or Mrs. Guinea Agrawal, Company Secretary & Compliance Officer be and is hereby authorized to take all necessary actions in connection with the postal ballot process, including but not limited to:

- Sending the postal ballot notice to the shareholders;
- Facilitating e-voting;
- Publishing newspaper advertisements;
- Filing necessary forms and documents with the Registrar of Companies;
- Performing all other acts, deeds, and things as may be necessary to give effect to this resolution.

Agenda 13: To consider & approve appointment of scrutinizer for postal ballot process.

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Mrs. Guinea Agrawal, Company Secretary & Compliance Officer Pursuant to the provisions of Section 108 (Voting by Members through Electronic Means) and Section 110 (Passing of certain resolutions by Postal Ballot) of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Board of Directors proposes to appoint a Scrutinizer for the purpose of scrutinizing the Postal Ballot and e-voting process and for submitting a report thereon.”

The Board may pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s, Chinmay Mohan Lele, Practicing Company Secretary (Membership No. F-12351 / COP No. 28362), be and is hereby appointed as the Scrutinizer to scrutinize the Postal Ballot and e-voting process in a fair and transparent manner and to ascertain the requisite majority on the resolutions proposed to be passed through Postal Ballot.

RESOLVED FURTHER THAT the Scrutinizer be and is hereby authorized to submit the Scrutinizer’s Report to the Chairman or any Director/Company Secretary authorized by the Board after completion of the scrutiny of the votes cast through e-voting and postal ballot, in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

RESOLVED FURTHER THAT Mr. Kaushal Shah, (DIN: 02175130) Managing Director and/or Mrs. Guinea Agrawal, Company Secretary & Compliance Officer, be and is hereby authorized to communicate the appointment to the Scrutinizer and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

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Agenda 14: To take note of the Letter of Intent (LOI) issued to GTT Data Solutions Limited for development of a technology platform.

The Board was informed that the Company has issued a Letter of Intent (LOI) to GTT Data Solutions Limited for development of a technology platform leveraging its intellectual property and customised solutions.

The proposed engagement contemplates a total consideration of up to ₹5,00,00,000 (Rupees Five Crore only), which may be discharged in cash or by way of issuance and allotment of equity shares of Bijoy Hans Limited, subject to completion of due diligence, receipt of an independent valuation report, execution of definitive agreements and obtaining necessary statutory and regulatory approvals.

The Board was further informed that the Board of GTT Data Solutions Limited has approved the said LOI and has authorised its Managing Director to finalise the terms and execute the necessary documents in this regard.

After discussion, the Board passed the following resolution:

“RESOLVED THAT the Board of Directors of Bijoy Hans Limited do hereby take note of the Letter of Intent issued to GTT Data Solutions Limited for development of a technology platform using the intellectual property and customised solutions of GTT Data Solutions Limited, for a proposed consideration of up to ₹5,00,00,000 (Rupees Five Crore only).

RESOLVED FURTHER THAT the Board hereby records that the said Letter of Intent is non-binding in nature, and the proposed transaction shall be subject to completion of due diligence, independent valuation, execution of definitive agreements and receipt of necessary approvals under the applicable provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, including approvals of the Board and shareholders of the Company wherever required.

RESOLVED FURTHER THAT the Board authorizes the Managing Director and/or the Company Secretary of the Company to undertake preliminary discussions and place the detailed proposal before the Board for its consideration and approval at an appropriate stage.”

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Agenda 15: To consider any other item with the permission of the Chairman.

There being no other business to transact, if any, the meeting may conclude with a vote of thanks to the chair.

You are kindly requested to make it convenient to attend the meeting.

FOR BIJOY HANS LIMITED

SD/-

Guinea Agrawal
Company Secretary & Compliance Officer

Date: 13 March 2026

Place: Pune