

# BIJOY HANS LIMITED

CIN: L86100AS1985PLC002323

NOTICE OF MEETING OF BOARD OF DIRECTORS 07/2025-2026

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

TO BE HELD ON WEDNESDAY, 4<sup>TH</sup> 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.

# BIJOY HANS LIMITED

CIN: L86100AS1985PLC002323

BIJOY HANS LIMITED

CIN NO. - L86100AS1985PLC002323

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

AGENDA	PARTICULARS
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Agenda 2	To take note on minutes on previous Board Meeting held on 13 <sup>th</sup> February, 2026.
Agenda 3	To take note of the minutes of various committees of the Board of Directors, if any.
Agenda 4	To take note of the circular resolutions passed by the Board of Directors.
Agenda 5	To consider and review the requests received from Mr. Ashok Patawari, Mr. Ashim Patawari, Mrs. Sushila Devi Patawari & Ms. Shweta Patawari for reclassification from promoter to public under the provision of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Agenda 6	Allotment of 1,55,21,967 equity shares of the company to the shareholders of Health Secure Hospitals Private Limited ("HSHPL") on preferential basis for consideration other than cash.
Agenda 7	Allotment of 1,49,99,990 equity shares of the company to the shareholders of Arvaya Health And Wellness Private Limited ('AHWPL') on preferential basis for consideration other than cash.
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Agenda 9	Any Other item with the permission of the Chairperson.
Agenda 10	Vote of thanks.

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## AGENDA AND NOTES TO AGENDA OF THE MEETING OF THE BOARD OF DIRECTORS

### 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.

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**Agenda 2: To take note on minutes on previous Board Meeting held on 13<sup>th</sup> February, 2026.**

The Minutes of the board meeting held on 13<sup>th</sup> February, 2026 which was already circulated to the Board, requires the approval with or without modification.

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**Agenda 3: To take note of the minutes of various committees of the Board of Directors, if any.**

The Minutes of the Committee(s) meeting of Board of Directors held on 13<sup>th</sup> February, 2026 which was already circulated to the Board, to be placed before the Board, to be noted and taken on record.

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**Agenda 4: To take note of the circular resolutions passed by the Board of Directors.**

Mrs. Guinea Agrawal, Company Secretary & Compliance Officer of the Company to inform that no circular resolutions were passed by the Board of Directors of the Company from the date of last Board Meeting held on 13<sup>th</sup> February, 2026 till this Board Meeting.

The Board of Directors to note the same.

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**Agenda 5: To consider and review the requests received from Mr. Ashok Patawari, Mr. Ashim Patawari, Mrs. Sushila Devi Patawari & Ms. Shweta Patawari for reclassification from promoter to public under the provision of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

The Board of Directors to take note the requests received from Mr. Ashok Patawari, Mr. Ashim Patawari, Mrs. Sushila Devi Patawari & Ms. Shweta Patawari for reclassification from promoter to public under the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors review such request and to take the necessary actions / steps as may be required to be taken in this regard.

The Board may pass the following resolution unanimously:

**“RESOLVED THAT** pursuant to the provisions of the Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), and subject to the approval of the stock exchange where the equity shares of the Company are listed namely BSE Limited (“Stock Exchange”), and Calcutta Stock Exchange or such other approval, if any, as may be required in this regard, the Board of Directors be and is taken on record the respective requests received from Mr. Ashok Patawari, Mr. Ashim Patawari, Mrs. Sushila Devi Patawari & Ms. Shweta Patawari members of the promoter and promoter group of the Company, for reclassification from the ‘promoter and promoter group’ category to ‘public’ category.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the foregoing 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 on behalf of the Company to do, either by themselves or through delegation to any person, as they may in their absolute discretion deem fit, all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchange to seek their approval for the re-classification in accordance with the SEBI Listing Regulations and other applicable laws, if any, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

**RESOLVED FURTHER THAT** a certified true copy of any of the resolutions and/or extracts of the minutes of the Board meeting be issued under the signature of any of the Directors or Key Managerial Personnel of the Company to the concerned person with a request to act thereon.”

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**Agenda 6: Allotment of 1,55,21,967 equity shares of the company to the shareholders of Health Secure Hospitals Private Limited (“HSHPL”) on preferential basis for consideration other than cash.**

Ms. Guinea Agrawal, Company Secretary to inform the Board that the Company has received in-principle approval from BSE Limited on 17<sup>th</sup> February, 2026. She further apprised the Board that the allotment of equity shares is required to be completed within 15 days from the date of passing of the Special Resolution or receipt of in-principle approval, whichever is later, in accordance with applicable regulatory provisions.

The Board is requested to consider and approve the same. The Board may pass the following resolution.

**RESOLVED THAT** pursuant to the provisions of Sections 42,62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into with BSE Limited (“BSE”) where the shares of the Company are listed (“Stock Exchanges”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”), as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs (“MCA”), SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchanges where the shares of the Company are listed and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the Board of Directors of the Company be and is hereby accorded to allot 1,55,21,967 (One Crore Fifty-Five Lakhs Twenty- One Thousand Nine Hundred and Sixty-Seven ) Equity Shares having face value of ₹ 10/- (Rupees Ten each), fully paid-up, at an Issue Price of ₹ 12.50/- per Equity Share (Rupees Twelve and Fifty Paise Only) including a premium of ₹ 2.50/- (Rupees Two and Fifty Paise Only) per Equity Share to the below mentioned allottees (“Proposed Allottee”) being the shareholder of Health Secure Hospitals Private Limited (“HSHPL”), for

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consideration other than cash in lieu to purchase of **7,01,742** (Seven Lakhs One Thousand Seven Hundred and Forty Two) equity shares of Health Secure Hospitals Private Limited (“HSHPL”), held by the Allottee having face value of Rs 10/- (Rupees Ten) each fully paid up at a price of ₹ 276.49/- (Rupees Two Hundred Seventy Six Point Forty Nine Only) per equity share on such terms and conditions set out in the offer letter issued to the allottee.

Sr.no	Name of Allottees	Category	No. of Shares of Bijoy Hans Limited proposed to be allotted for the acquisition of HSHPL Shares	No. of Shares of HSHPL proposed to be transferred to Bijoy Hans Limited
1	Srishail Chiniwalar	Non Promoter	17,44,541	78870
2	Praveenkumar Fakeeragouda Saligoudar	Non Promoter	16,92,804	76531
3	Sharat Mohan Vijapur	Non Promoter	17,44,541	78870
4	Shyam Shashikant Bhairi	Non Promoter	17,44,541	78870
5	Karavajjanavar Chanabasappa Shambhulinga	Non Promoter	17,44,541	78870
6	Dattatraya Dasharathrao Jalde	Non Promoter	17,44,541	78870
7	Muralidhar Ramachandra Doddaman	Non Promoter	16,92,804	76531
8	Manojkumar Vaijanathrao Bhutte	Non Promoter	14,73,868	66633
9	Bidari Kotresh Anilkumar	Non Promoter	17,20,873	77800
10	Sneha C Sheelvant	Non Promoter	2,18,913	9897
Total			<b>1,55,21,967</b>	<b>7,01,742</b>

**RESOLVED FURTHER THAT** the Equity Shares so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

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**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any one Director, Key Managerial Personnel of the Company be and are hereby severally authorized by the Board on behalf of the Company, to do all acts, deeds and things as may be required to be done to give effect to the above resolution, including issuance of share , paying stamp duty on the Share and filing of Form PAS-3 with the Registrar of Companies in relation to the Share allotted to the allottee in accordance with the provisions of the Companies Act, 2013, executing such agreements/ documents, corporate actions, listing applications, as may be required and to do all other acts, deeds and things which may be necessary or expedient to implement this resolution.

**RESOLVED FURTHER THAT** a certified true copy of this Resolution be issued under the signature of any one of the Director(s) or a Key Managerial Personnel with a request to act thereon.

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**Agenda 7: Allotment of 1,49,99,990 equity shares of the company to the shareholders of Arvaya Health and Wellness Private Limited ('AHWPL') on preferential basis for consideration other than cash.**

Ms. Guinea Agrawal, Company Secretary to inform the Board that the Company has received in-principle approval from BSE Limited on 17<sup>th</sup> February, 2026. She further apprised the Board that the allotment of equity shares is required to be completed within 15 days from the date of passing of the Special Resolution or receipt of in-principle approval, whichever is later, in accordance with applicable regulatory provisions.

The Board is requested to consider and approve the same. The Board may pass the following resolution.

**“RESOLVED THAT** pursuant to the provisions of Sections 42,62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into with BSE Limited (“BSE”) where the shares of the Company are listed (“Stock Exchanges”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”), as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs (“MCA”), SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchanges where the shares of the Company are listed and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the Board of Directors of the Company be and is hereby accorded to allot 1,49,99,990 (One Crore Forty Nine Lakhs Ninety Nine Thousand Nine Hundred and Ninety) Equity Shares of the Company of face value of ₹ 10/- (Rupees Ten each), fully paid-up, at an Issue Price of ₹ 12.50/- per Equity Share (Rupees Twelve and Fifty Paise Only) including a premium of ₹ 2.50/- (Rupees Two and Fifty Paise Only) per Equity Share to the below mentioned allottees (“Proposed Allottee”) being the shareholder of Arvaya Health and Wellness Pvt Ltd (“AHWPL”), for

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consideration other than cash in lieu to purchase of **14,99,999** (Fourteen Lakhs Ninety-Nine Thousand Nine Hundred and Ninety-Nine) equity shares of Arvaya Health and Wellness Pvt Ltd (“AHWPL”), held by the Allottee having face value of Rs 10/- (Rupees Ten) each fully paid up at a price of ₹ 125/- (Rupees One Hundred and Twenty Five Only) per equity share on such terms and conditions set out in the offer letter issued to the allottee.

Sr. no	Name of Allottees	Category	No. of Shares of Bijoy Hans Limited proposed to be allotted for the acquisition of AHWPL shares	No. of Shares of AHWPL proposed to be transferred to Bijoy Hans Limited
1	Deepak Aabasaheb Shinde	Non-Promoter	8,340	834
2	Mansing Shinde	Non-Promoter	2,800	280
3	Amol Ganesh Kulkarni	Non-Promoter	83,860	8,386
4	Ramdas Bhanudas Hazare	Non-Promoter	30,000	3,000
5	Darshan Muralidhar Shah	Non-Promoter	50,000	5,000
6	Shubham Vinod Goyal	Non-Promoter	50,000	5,000
7	Shraddha Vinod Goyal	Non-Promoter	50,000	5,000
8	Suhani Dhanaji Jadhav	Non-Promoter	1,50,390	15,039
9	Jayesh Suresh Agarwal	Non-Promoter	25,000	2,500
10	Paresh Suresh Agarwal	Non-Promoter	25,000	2,500
11	Savita Ramesh Dadage	Non-Promoter	1,00,000	10,000
12	Ajay Shankarrao Thorat	Non-Promoter	33,000	3,300
13	Anil Chaturbhuji Bajaj	Non-Promoter	20,000	2,000
14	Sureshkumar Harilal Thakkar	Non-Promoter	10,000	1,000
15	Rahul Kapoorchand Jain	Non-Promoter	1,00,000	10,000
16	Nitin Shankarrao Thorat	Non-Promoter	10,000	1,000
17	Parag Nerandra Ruparel	Non-Promoter	10,000	1,000
18	Nirmala Shankar Patil	Non-Promoter	10,000	1,000
19	Amol Vasant Zambre	Non-Promoter	25,000	2,500
20	Tejaswani Amol Zambre	Non-Promoter	25,000	2,500
21	Shilpa Bhavesh Shah	Non-Promoter	1,00,000	10,000
22	Dinesh Singh	Non-Promoter	33,330	3,333
23	Smruti Bali	Non-Promoter	10,000	1,000
24	Anirudh Reddy	Non-Promoter	20,000	2,000
25	Swapnil Pramod Shinde	Non-Promoter	25,000	2,500
26	Pramod Ramrao Shinde	Non-Promoter	25,000	2,500
27	Harshita Shivaji Mohite	Non-Promoter	17,500	1,750
28	Priyanka Ganesh Mohite	Non-Promoter	17,500	1,750
29	Savita Dinesh Jadhav	Non-Promoter	25,000	2,500

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30	Shrinivas Shamsundar Toshniwal	Non-Promoter	5,00,000	50,000
31	Ramesh Trikamji Shah	Non-Promoter	1,00,000	10,000
32	Mehul Jitendra Dekhtawala	Non-Promoter	50,000	5,000
33	Snehal Pramod Shinde	Non-Promoter	50,000	5,000
34	Hanuj Patel	Non-Promoter	17,000	1,700
35	Arjun Singh	Non-Promoter	23,300	2,330
36	Vishal Khandelwal	Non-Promoter	33,330	3,333
37	Payal Rahul Banait	Non-Promoter	53,330	5,333
38	Sindola Management Services Pvt Ltd	Non-Promoter	3,00,000	30,000
39	Kirti Amit Mashru	Non-Promoter	20,000	2,000
40	Akhil Anil Samani	Non-Promoter	1,00,000	10,000
41	Amit Kirtilal Shah	Non-Promoter	2,00,000	20,000
42	Charudatta Prabhakar Palwe	Non-Promoter	2,00,000	20,000
43	Tejal Thakkar	Non-Promoter	1,00,000	10,000
44	Deena C Sampat	Non-Promoter	10,000	1,000
45	Sanvin Gems	Non-Promoter	20,000	2,000
46	Unilkumar Mahendrakumar Dosani	Non-Promoter	10,000	1,000
47	Revati Santosh Doke	Non-Promoter	50,000	5,000
48	Godawari Ventures Llp	Non-Promoter	2,00,000	20,000
49	Akshay Arun Shah	Non-Promoter	1,00,000	10,000
50	Yogesh Goyal	Non-Promoter	50,000	5,000
51	Akash Bhartiya	Non-Promoter	70,000	7,000
52	Anirudh Chaukse	Non-Promoter	16,660	1,666
53	Aliabbas Engineer	Non-Promoter	1,00,000	10,000
54	Jignesh Pravinchandra Shah	Non-Promoter	10,000	1,000
55	Shivaji Namdeorao Mohite	Non-Promoter	9,000	900
56	Ganesh Namdevrao Mohite	Non-Promoter	9,000	900
57	Dhanaji Dattatray Jadhav	Non-Promoter	1,20,000	12,000
58	Rachna Dhanaji Jadhav	Non-Promoter	1,20,000	12,000
59	Mansi Parag Shah	Non-Promoter	10,000	1,000
60	Avinash Gupta	Non-Promoter	1,00,000	10,000
61	Nidhish Tanna	Non-Promoter	1,00,000	10,000
62	Priya Sudip Doshi	Non-Promoter	5,000	500
63	Vikramkumar Rameshchandra Shah	Non-Promoter	25,000	2,500
64	Deepakkumar Rameshchandra Shah	Non-Promoter	25,000	2,500
65	Tejalben Deepakkumar Shah	Non-Promoter	50,000	5,000
66	Jagrutiben Vikramkumar Shah	Non-Promoter	50,000	5,000

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67	Grishma Sanket Samani	Non-Promoter	2,00,000	20,000
68	Nikhil Sagar	Non-Promoter	50,000	5,000
69	Yogesh Shah	Non-Promoter	50,000	5,000
70	Chetna Deepak Shah	Non-Promoter	1,00,000	10,000
71	Rahul Ashok Dingane (Huf)	Non-Promoter	75,000	7,500
72	Rahul Ashok Dingane	Non-Promoter	1,00,000	10,000
73	Ashwini Ashok Chougule	Non-Promoter	1,50,000	15,000
74	Mithil Mahesh Jhanwar	Non-Promoter	1,00,000	10,000
75	Aarchit Mahesh Jhanwar	Non-Promoter	1,00,000	10,000
76	Snehal Saurbh Kabra	Non-Promoter	2,00,000	20,000
77	Megha Raina Runwal	Non-Promoter	1,25,000	12,500
78	Sanobar Aliabbas Engineer	Non-Promoter	1,50,000	15,000
79	Kavita Rahul Baldota	Non-Promoter	1,00,000	10,000
80	Rounak Sudarshan Somani	Non-Promoter	50,000	5,000
81	Brijcap Investment Private Limited	Non-Promoter	1,00,000	10,000
82	Siddharth Lodha	Non-Promoter	10,000	1,000
83	Rosalind Aziz Lakhani	Non-Promoter	1,25,000	12,500
84	Janvi Nitin Lalwani	Non-Promoter	10,000	1,000
85	Ranjana Jitendra Lodha	Non-Promoter	25,000	2,500
86	Aanchal Mehta	Non-Promoter	15,000	1,500
87	Arman Rahul Baldota	Non-Promoter	1,00,000	10,000
88	Farokh S Irani	Non-Promoter	50,000	5,000
89	Nikhil Dinesh Gupta	Non-Promoter	1,50,000	15,000
90	Kanishk Ravi Dodeja	Non-Promoter	2,000	200
91	Suraj Rajesh Kasat	Non-Promoter	1,00,000	10,000
92	Ashay Jitendra Lodha	Non-Promoter	15,000	1,500
93	Akshay Sancheti	Non-Promoter	50,000	5,000
94	Bharat Kumar Jain Huf	Non-Promoter	44,000	4,400
95	B R Jain Huf	Non-Promoter	54,000	5,400
96	Sudarshan Somani Huf	Non-Promoter	50,000	5,000
97	Udit Aggarwal Huf	Non-Promoter	32,500	3,250
98	Uttamchand Lodha (Huf)	Non-Promoter	25,000	2,500
99	Meetu Ravi Dodeja	Non-Promoter	25,000	2,500
100	Ranjana Kanda	Non-Promoter	90,000	9,000
101	Mr Bosco Armando Menezes	Non-Promoter	60,000	6,000
102	Kartik Bathla	Non-Promoter	25,000	2,500
103	Anupam Gupta	Non-Promoter	40,000	4,000
104	Madhu Rungta	Non-Promoter	30,000	3,000
105	Ghetia Sagarkumar Dhirajlal	Non-Promoter	40,000	4,000
106	Ms Gladys Menezes	Non-Promoter	50,000	5,000
107	Anshul Gupta	Non-Promoter	25,000	2,500

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108	Ms Indubai Soma Hirve	Non-Promoter	25,000	2,500
109	Deepak Mohanty	Non-Promoter	50,000	5,000
110	Kesar Corporation	Non-Promoter	50,000	5,000
111	Meeta Jayesh Jasani	Non-Promoter	50,000	5,000
112	Dejikummar D Jasani	Non-Promoter	50,000	5,000
113	Yash Magdum	Non-Promoter	25,000	2,500
114	Mahesh Patel	Non-Promoter	25,000	2,500
115	Pooja Jain	Non-Promoter	50,000	5,000
116	Swati Goel	Non-Promoter	1,25,000	12,500
117	Parakh Chetan Kantilal	Non-Promoter	1,00,000	10,000
118	Kashvi Agarwal	Non-Promoter	25,000	2,500
119	Divyesh Jagdish Rach	Non-Promoter	25,000	2,500
120	Sonali Sandip Shinde	Non-Promoter	12,500	1,250
121	Vijay Bhandari	Non-Promoter	12,500	1,250
122	Roma Bhandari	Non-Promoter	12,500	1,250
123	Vivek Bali	Non-Promoter	70,000	7,000
124	Pratima Vasant Thakkar	Non-Promoter	1,00,000	10,000
125	Govind Paliwal	Non-Promoter	5,000	500
126	Shubhalakshmi Polyesters Limited	Non-Promoter	1,27,500	12,750
127	Rupesh Vijay Sapte	Non-Promoter	2,000	200
128	Asmita Ramesh Kully	Non-Promoter	2,000	200
129	Onkar Risbud	Non-Promoter	2,000	200
130	Gayatri Deepak Dhamat	Non-Promoter	2,000	200
131	Shreya Manojkumar Upase	Non-Promoter	1,46,660	14,666
132	Sukanya Srinivas Bhupal	Non-Promoter	2,00,000	20,000
133	Jaideep Singh Anand	Non-Promoter	1,00,000	10,000
134	Jyothi Subramanyas	Non-Promoter	50,000	5,000
135	Pooja Yogesh Goyal	Non-Promoter	33,330	3,333
136	Preeti Pritesh Kothari	Non-Promoter	25,000	2,500
137	S. Akash	Non-Promoter	50,000	5,000
138	Vijayanagaraju B V	Non-Promoter	50,000	5,000
139	K M Shreekaar	Non-Promoter	50,000	5,000
140	Thiriveedhi Kavya Ravali	Non-Promoter	1,00,000	10,000
141	Ashok Kumar	Non-Promoter	50,000	5,000
142	Sanjay Nozer Mazda	Non-Promoter	1,00,000	10,000
143	T Chandrashekar	Non-Promoter	50,000	5,000
144	Sachin Machindra Chavan	Non-Promoter	2,00,000	20,000
145	Srinath Setty	Non-Promoter	1,00,000	10,000
146	Gaurav Sapra	Non-Promoter	3,50,000	35,000
147	Tanvi Harsh Borgave	Non-Promoter	10,000	1,000
148	Harsh Jivandhar Borgave	Non-Promoter	5,000	500

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149	Geeta Ajit Borgave	Non-Promoter	5,000	500
150	Rajendra Bapusaheb Borgave	Non-Promoter	5,000	500
151	Vardhaman Giragouda Patil	Non-Promoter	50,000	5,000
152	Sushmitha A S	Non-Promoter	50,000	5,000
153	Rasila Mahendra Vora	Non-Promoter	25,000	2,500
154	Mahendra Vora	Non-Promoter	75,000	7,500
155	Shah Rasmin Amit	Non-Promoter	1,00,000	10,000
156	Deepali Vardhaman Patil	Non-Promoter	50,000	5,000
157	Amruta Chetan Deshpande	Non-Promoter	2,700	270
158	Yusuf Abbas Khamgaonwala	Non-Promoter	2,000	200
159	Pravin Appaso Chougule	Non-Promoter	35,000	3,500
160	Harshit Sirigeri	Non-Promoter	1,00,000	10,000
161	Lakshmi S	Non-Promoter	50,000	5,000
162	Dhawal Kishor Shah	Non-Promoter	50,000	5,000
163	Hardik Ashok Desai	Non-Promoter	50,000	5,000
164	Shivani Rohan Bhate Shah	Non-Promoter	50,000	5,000
165	Sumedh Bharadwaj	Non-Promoter	30,000	3,000
166	Lakshmi Ashok Jayanti	Non-Promoter	3,00,000	30,000
167	Dr Veerendrakumar Siddhapur Chandrasekhar	Non-Promoter	1,00,000	10,000
168	Pushkaraj Rahul Kulkarni	Non-Promoter	35,000	3,500
169	Nayankumar Deelipkumar Shah	Non-Promoter	34,000	3,400
170	Parulben Kaushikbhai Patel	Non-Promoter	2,50,000	25,000
171	Kaushikkumar Dahyabhai Patel	Non-Promoter	25,000	2,500
172	Kamlesh D. Patel Trust	Non-Promoter	25,000	2,500
173	Gohil Dilipsinha A	Non-Promoter	25,000	2,500
174	Shriyanka Praveen	Non-Promoter	1,95,000	19,500
175	Balu Navnath Avhad	Non-Promoter	1,50,000	15,000
176	Suresh S Ingale	Non-Promoter	1,50,000	15,000
177	Raj Narendra Thakkar	Non-Promoter	20,000	2,000
178	Pradeep Nabhiraj Chougule	Non-Promoter	75,000	7,500
179	Arogya Tech Services Llp	Non-Promoter	32,77,460	3,27,746
TOTAL			<b>14,999,990</b>	<b>1,499,999</b>

**RESOLVED FURTHER THAT** the Equity Shares so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

# BIJOY HANS LIMITED

CIN: L86100AS1985PLC002323

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any one Director, Key Managerial Personnel of the Company be and are hereby severally authorized by the Board on behalf of the Company, to do all acts, deeds and things as may be required to be done to give effect to the above resolution, including issuance of share , paying stamp duty on the Share and filing of Form PAS-3 with the Registrar of Companies in relation to the Share allotted to the allottee in accordance with the provisions of the Companies Act, 2013, executing such agreements/ documents, corporate actions, listing applications, as may be required and to do all other acts, deeds and things which may be necessary or expedient to implement this resolution.

**RESOLVED FURTHER THAT** a certified true copy of this Resolution be issued under the signature of any one of the Director(s) or a Key Managerial Personnel with a request to act thereon.

# BIJOY HANS LIMITED

CIN: L86100AS1985PLC002323

**Agenda 8: Allotment of 99,99,879 equity shares of the company to the shareholders of Tec-Pool Solutions Private Limited (“TPSPL”) on preferential basis for consideration other than cash.**

Ms. Guinea Agrawal, Company Secretary to inform the Board that the Company has received in-principle approval from BSE Limited on 17<sup>th</sup> February, 2026. She further apprised the Board that the allotment of equity shares is required to be completed within 15 days from the date of passing of the Special Resolution or receipt of in-principle approval, whichever is later, in accordance with applicable regulatory provisions.

The Board is requested to consider and approve the same. The Board may pass the following resolution.

**“RESOLVED THAT** pursuant to the provisions of Sections 42,62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into with BSE Limited (“BSE”) where the shares of the Company are listed (“Stock Exchanges”), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (“SEBI”), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”), as amended, the Foreign Exchange Management Act, 1999 as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs (“MCA”), SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchanges where the shares of the Company are listed and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the Board of Directors of the Company be and is hereby accorded to allot 99,99,879 (Ninety Nine Lakhs Ninety Nine Thousand Eight Hundred and Seventy Nine) Equity Shares of the Company of face value of ₹ 10/- (Rupees Ten each), fully paid-up, (“Tec-Pool- Swap Shares”) at an Issue Price of ₹ 12.50/- per Equity Share (Rupees Twelve and Fifty Paise Only) including a premium of ₹ 2.50/- (Rupees Two and Fifty Paise Only) per Equity Share to the below mentioned allottees (“Proposed Allottee”) being the shareholder of Tec-Pool Solutions Private Limited (“TPSPL”), for consideration other than cash in lieu to purchase of **10,000** (Ten Thousand) equity shares of Tec-Pool

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Solutions Private Limited ("TPSPL"), held by the Allottee having face value of Rs 10/- (Rupees Ten) each fully paid up at a price of ₹ 12499.85/- (Rupees Two Hundred Seventy Six Point Forty Nine Only) per equity share on such terms and conditions set out in the offer letter issued to the allottee.

Sr. No	Name of Proposed Allottees (Tec-pool Solutions Private Limited)	Category	No. of Shares of Bijoy Hans Limited proposed to be allotted for the acquisition of TPSPL Shares	No. of Shares of TPSPL proposed to be transferred to Bijoy Hans Limited
1	SMCV Management Services Private Limited	Promoter	99,98,879	9999
2	Prasanna Joshi	Non-Promoter	1,000	1
<b>Total</b>			<b>99,99,879</b>	<b>10,000</b>

**RESOLVED FURTHER THAT** the Equity Shares so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of Face Value of Rs. 10/- (Rupees Ten Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, any one Director, Key Managerial Personnel of the Company be and are hereby severally authorized by the Board on behalf of the Company, to do all acts, deeds and things as may be required to be done to give effect to the above resolution, including issuance of share , paying stamp duty on the Share and filing of Form PAS-3 with the Registrar of Companies in relation to the Share allotted to the allottee in accordance with the provisions of the Companies Act, 2013, executing such agreements/ documents, corporate actions, listing applications, as may be required and to do all other acts, deeds and things which may be necessary or expedient to implement this resolution.

**RESOLVED FURTHER THAT** a certified true copy of this Resolution be issued under the signature of any one of the Director(s) or a Key Managerial Personnel with a request to act thereon.

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**Agenda 9: 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/-**

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**Guinea Agrawal**  
**Company Secretary & Compliance Officer**  
**Date: 25.02.2026**