TRUALT BIOENERGY LIMITED

CIN: L15400KA2021PLC145978
Registered Office: Survey No. 166, Mudhol Road, Kulali, Cross, Jamkhandi, Bagalkot, Karnataka, 587313
Corporate Office: 15th Floor, Unit No. N-1504, World Trade Centre, Brigade Gateway Campus, No. 26/1, Dr. Rajkumar Road, Malleswaram West, Bengaluru- 560055, Karnataka, India.
Email: contact@trualtbioenergy.com, Website: https://www.trualtbioenergy.com/ Phone: 080-23255000

NOTICE IS HEREBY GIVEN THAT THE 5TH ANNUAL GENERAL MEETING ("AGM") OF TRUALT BIOENERGY LIMITED ("THE COMPANY" OR "TBL") WILL BE HELD ON MONDAY, AUGUST 31, 2026, AT 11:30 A.M. (IST) THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO-VISUAL MEANS ("OAVM"), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. **To consider and adopt (a) the Audited Financial Statements (Standalone) of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements (Consolidated) of the Company for the financial year ended March 31, 2026 together with the report of Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolutions as an Ordinary Resolutions:**

   a)"RESOLVED THAT the Audited Financial Statements (Standalone) of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

   b)"RESOLVED THAT the Audited Financial Statements (Consolidated) of the Company for the financial year ended March 31, 2026 together with the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. **To appoint a director in place of Mr. Vishal Nirani (DIN: 08434032), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Vishal Nirani (DIN: 08434032), who retires by rotation at this meeting, be and is hereby appointed as a Director (Executive) of the Company."

SPECIAL BUSINESS

3. **Ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2027 and, in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the statement annexed to this Notice, to be paid to the Cost Auditors appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2027, be and is hereby ratified."

4. **Fixation of commission payable to Mr. Vishal Nirani (DIN: 08434032), Executive Director of the Company and in this regard, to consider and if thought fit, to pass, the following resolution as Special Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 197 and 198 and other applicable provisions of the Companies Act, 2013 ("the Act"), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V to the Act and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, and the Board of Directors, the consent of the members be and is hereby accorded to fix the remuneration by way of commission payable to Mr. Vishal Nirani (DIN: 08434032), Executive Director of the Company, every year, effective from April 1, 2026, on the terms and conditions, including commission, as set out in the Explanatory Statement annexed to this Notice.

   RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, Mr. Vishal Nirani shall not be entitled to receive any commission.

   RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the terms of commission within the limit as approved by the members.

   RESOLVED FURTHER THAT the Board of Directors, Chief Financial Officer, and Company Secretary and Compliance Officer of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary, proper or desirable or expedient for the purpose of giving effect to this resolution."

5. **Appointment of Secretarial Auditors of the Company for a period of 5 years and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable laws/statutory provisions, if any, as amended from time to time, Mr. Deepak Sadhu, Practicing Company Secretaries, (ACS: 39541 COP: 14992) (Peer review No: 2387/2022), be and is hereby appointed as Secretarial Auditor of the Company for term of five consecutive years commencing from financial year 2026-27 till financial year 2030-31, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditor."

By Order of the Board of Directors
For **Trualt Bioenergy Limited**

Monu Kumar
Company Secretary and Compliance Officer
M. No.: A38853

Registered Office:
Survey No. 166, Kulali Cross, Jamkhandi Mudhol Road
Mudhol, Bagalkot 587313
CIN: L15400KA2021PLC145978
Website: www.trualtbioenergy.com
E-mail: cs@trualtbioenergy.com
Tel.: +91 80 2325 5000

NOTES:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in the Notice and additional information as required under the Listing Regulations is attached.

2. The Notice of Annual General Meeting was approved by the Board of Directors at its meeting held on July 28, 2026.

3. The information required to be provided under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and the Secretarial Standards on General Meetings, regarding the Directors who are proposed to be appointed/ re-appointed and the related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of Special Business are annexed hereto.

4. As per the provisions of Section 72 of the Act, the facility for making nominations is available for the Members with respect to the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. The forms can be downloaded from the RTA's website. Members are requested to submit the said form to their Depository Participants ("DPs") in case the shares are held in electronic form and to the Registrar at Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India. in case the shares are held in physical form, quoting your folio number.

5. SEBI has mandated the submission of Permanent Account Number ("PAN"), KYC details and nomination by holders of physical securities and linking PAN with Aadhaar vide its circulars dated March 16, 2023 and November 17, 2023, by every participant in securities market. Members holding shares in demat form are therefore requested to submit their PAN to their Depository Participant(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or RTA.

6. **Meeting through VC/OAVM:**

   Ministry of Corporate Affairs ("MCA") vide its Circular No. 3/2025 dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars") has allowed conducting Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical presence of Members. In compliance with the applicable provisions of the Act and MCA Circulars, the 5th AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. Since this AGM is being held through VC/OAVM the physical attendance of members is dispensed with and no proxies would be accepted by the Company. No proxy form has been sent along with this Notice. No attendance slip/route map has been sent along with this Notice as the meeting is held through VC/ OAVM. Members who are shareholders as on Tuesday, August 25, 2026 ("Cut-off Date") can join the AGM 30 minutes prior to the commencement of the AGM and till the time of the conclusion of the AGM by following the procedure mentioned in this Notice.

   The attendance through VC/OAVM is restricted and hence members will be allowed on first come first served basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first served basis. Members attending the AGM through VC/OAVM will be counted for the purposes of Quorum under Section 103 of the Act.

7. **Dispatch of AGM Notice and Integrated Annual Report through electronic mode:**

In line with the MCA Circulars and Regulation 36 of SEBI Listing Regulations, this Notice along with the Integrated Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose email addresses are registered with the Company/ Depositories/ Depository Participants/ RTA. Members may note that the Notice and Integrated Annual Report for FY 2025-26 will also be available on the Company's website www.trualtbioenergy.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of National Securities Depository Limited (NSDL) https://www.evoting.nsdl.com. Hard copy of the full Integrated Annual Report will be sent to shareholders upon request.

Additionally, as per Regulation 36(1)(b) of the Listing Regulations, a letter providing the weblink of the Annual Report for FY 2025-26 and a static Quick Response Code (QR Code), will be sent to those shareholder(s) who have not registered their email address with the Company/ Depositories / Depository Participants / RTA.

The Company will be publishing an advertisement in Newspapers (one English newspaper and one Kannada newspaper) containing the details about the AGM i.e., date and time of AGM, details for e-voting, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses, manner of providing mandate for dividends, and other matters as may be required.

8. **Procedure for registration of email address by shareholders:**

   1. Those Members who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

      a. Members holding shares in physical forms, if any, are requested to furnish Form ISR-1, Form ISR-2 and SH-13 (available on the Company's RTA website at https://www.bigshareonline.com/resources-sebi_circular.aspx#parentHorizontalTab3) along with the necessary attachments mentioned in the said Forms to Bighare Services Private Limited, Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India. Members may also email the duly filled forms to amarendranath.r@bigshareonline.com. This will enable the shareholders to receive electronic copies of the Integrated Annual Report for FY 2025-26 and this Notice.

      b. Members holding shares in demat form may validate/ update their email address and other details with their respective Depository Participants.

   2. Members who have already registered their email addresses are requested to get their email addresses validated with their Depository Participants/ RTA to enable servicing of notices / documents / Annual Reports electronically to their email address.

   3. It is clarified that if a member fails to provide or update the relevant email address to the Company or its RTA or to the DP, as the case may be, the Company will not be in default for not delivering the Notice via email. The availability of this Notice on the Company's website and on the website of the NSDL and Stock Exchanges shall be deemed to be the issuance of this Notice to all the Shareholders whose email address are not registered with the Company.

9. **Inspection of Documents:**

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in this Notice and the Annual Report for "Inspection of members" will be available, for inspection electronically, to the members during the AGM. All shareholders will be able to inspect all documents referred to in the Notice and the explanatory statement thereto electronically without any fee from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents may send an email request to cs@trualtbioenergy.com

10. **Investor Queries and Grievance Redressal:**

The Company has designated an exclusive e-mail id viz. cs@trualtbioenergy.com to enable Investors to register their grievances, if any.

Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before the date of AGM through email on cs@trualtbioenergy.com. The same will be replied to by the Company suitably.

Members may note that in case of any dispute against the Company and/or its Registrar and Share Transfer Agent, as per SEBI Circular SEBI/HO/OIAE/ OIAE_ IAD-3/P/CIR/2023/195 dated July 31, 2023, members can file for Online Resolution of Dispute which harnesses online conciliation and arbitration for resolution of disputes arising in the Indian Securities Market. Members can use this mechanism only after they have lodged their grievance with the Company and SCORES and are not satisfied with the outcome of the redressal. For more details, please see the following weblinks of the Stock Exchanges:

BSE: https://bsecrs.bseindia.com/ecomplaint/ frmInvestorHome.aspx
NSE: https://www.nseindia.com/complaints/ online-dispute-resolution

11. **Instruction for attending the meeting through VC/OAVM:**

The Company has engaged the services of National Securities Depositories Limited ("NSDL") as the agency to provide e-voting facility.

Members will be provided with a facility to attend the AGM through VC/OAVM using the NSDL e-voting system. Members may follow the steps mentioned in this Notice for access to NSDL e-voting system. After successful login, you can see the link of VC/OAVM placed under "Join General Meeting" menu against the Company name. You are requested to click on the VC/OAVM link placed under "Join General Meeting" menu.

Please note that the members who do not have the User ID and Password for e-voting or have forgotten their User ID and Password may retrieve the same by following the instructions mentioned in this Notice.

Members can participate in AGM through smart phone/laptop. However, for better experience and smooth participation it is advisable to join the Meeting using Google Chrome, with Laptops connected through broadband. Further Members will be required to use Internet with a good speed to avoid any disturbance during the meeting.

Please note that participants connecting from Mobile Devices or Tablets or through Laptop via Mobile Hotspot may experience Audio/Video packet loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to avoid any disturbances.

Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending a request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number to cs@trualtbioenergy.com from Monday, August 24, 2026 (9:00 a.m. IST) to Wednesday, August 26, 2026 (5:00 p.m. IST).

Only those Members who have registered themselves as a speaker and receive a confirmation from the Company will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

12. **E-voting:**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Secretarial Standards-2 on General Meetings and Regulation 44 of the Listing Regulations, the Company is pleased to offer the facility of voting through electronic means. The said facility of casting the votes by the members using electronic means (remote e-voting) will be provided by National Securities Depository Limited ("NSDL"). The businesses as set out in the Notice shall be transacted only through electronic voting system.

A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the Cut-off Date i.e. Tuesday, August 25, 2026 shall be entitled to avail the facility of remote e-voting or e-voting on the day of the AGM. Persons who are not members as on the Cut-off Date should treat this notice for information purposes only.

The members who have cast their vote through remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The remote e-voting period commences on Thursday, August 27, 2026 at 9.00 A.M. and ends on Sunday, August 30, 2026 at 5.00 P.M. During this period, members of the Company holding shares either in physical or dematerialised form, as on the Cut-off Date i.e. Tuesday, August 25, 2026 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter.

Instructions for e-voting during the AGM:

The e-voting window shall be activated upon instructions of the Chairman during the AGM.

Only those shareholders, who are present in the AGM and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.

Member(s), whose names appear in the Register of Members / list of Beneficial Owners as on cut off date, are entitled to vote on the resolutions. Any person holding shares in physical form, if any, and non-individual shareholders, who acquire shares of the Company and becomes a member of the Company after the notice is sent and continues to hold shares as of the Cut-off Date i.e. Tuesday, August 25, 2026 may obtain the login ID and password by sending a request at evoting@nsdl.com or the Company at cs@trualtbioenergy.com or follow the steps mentioned in the Notice of the AGM under "Access to NSDL e-voting system". However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you could reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call at 022 4886 7000.

Voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.

Members are requested to follow the instructions given in this notice to cast their votes through e-voting.

The detailed steps on the process and manner for remote e-voting/e-voting at the AGM and to access the VC facility at the AGM are as follows:

Step 1: Access to NSDL e-voting system

A. Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	3. If you are 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
	4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	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 Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
	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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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 abovementioned website.

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

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

B. **Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

1. 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.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if EVEN is 123456 and folio number is 001*** then user ID is 123456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a. If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c. How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-voting system.

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you Notice are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN 140628" to cast your vote during the remote e-voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to deepakksadhu@gmail.com with a copy marked to evoting@nsdl.com and cs@trualtbioenergy.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries relating to voting, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com.

4. Members who need assistance before or during the AGM, can contact NSDL on evoting@nsdl.com /or call at 022 4886 7000.

5. A Member can opt for only one mode of voting i.e. either through remote e-voting or at the Meeting. If a Member has cast his vote by remote e-voting then he will not be eligible to vote at the Meeting.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@trualtbioenergy.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@trualtbioenergy.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The instructions for members for e-voting on the day of the AGM are as under:

1. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.

3. Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

   The contact details for any grievances connected with respect to the facility for e-voting on the day of the AGM shall be the same as mentioned for remote e-voting.

13. **Live Webcast of the AGM:**

Members will be able to view the live webcast of AGM provided by NSDL at https://www.evoting.nsdl.com following the steps mentioned above for login to NSDL e-voting system.

After successful login, you can see webcast link placed under Join meeting menu against the Company name. You are requested to click on Webcast link- placed under "Join Meeting" menu.

14. **Information regarding Scrutinizer and declaration of Voting results:**

The Company has appointed Mr. Deepak Sadhu, a Practising Company Secretary (Membership No.: 39541 & CP No.: 14992), to act as the Scrutinizer for conducting the voting and remote e-voting process in a fair and transparent manner.

The scrutinizer will submit his report to the Chairman after completion of the scrutiny. The result of the voting on the resolutions at the meeting shall be announced by the Chairman or any other person authorized by him immediately after the results are declared.

Based on the report received from the Scrutinizer, the Company will submit within 2 working days to the stock exchanges details of the voting results as required under Regulation 44(3) of the Listing Regulations.

The results declared along with the Scrutinizer's report, will be hosted on the website of the Company www.trualtbioenergy.com and on the website of NSDL at https://evoting.nsdl.com and will be displayed on the Notice Board of the Company at its Registered Office as well as Corporate Office immediately after the declaration of the result by the Chairman or any person authorised by him in writing and communicated to the Stock Exchanges.

By Order of the Board of Directors
For **Trualt Bioenergy Limited**

Monu Kumar
Company Secretary and Compliance Officer
M. No.: A38853

Registered Office:
Survey No. 166, Kulali Cross, Jamkhandi Mudhol Road
Mudhol, Bagalkot 587313
CIN: L15400KA2021PLC145978
Website: www.trualtbioenergy.com
E-mail: cs@trualtbioenergy.com
Tel.: +91 80 2325 5000

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER

The following Statement sets out all material facts relating to the special business proposed in this Notice:

Item No. 3

The Board of Directors has, on the recommendation of the Audit Committee in their meeting hed on May 22, 2026 approved the appointment and remuneration of M/s. R. Nanabhoy & Co., Cost Accountants (Firm Registration No. FRN: 000010), as Cost Auditors of the company at a remuneration of Rs. 9,00,000/-(Rupees Nine Lakh Only) plus out of pocket expenses and taxes, if any, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the members of the Company. Accordingly, ratification by the members is sought for the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027 by passing an Ordinary Resolution as set out at Item No. 3 of this Notice.

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

The Board of Directors commends the Ordinary Resolution set out at Item No. 3 of this Notice for ratification by the members.

Item No 4

The Board of Directors of the Company, at its meeting held on July 28, 2026, has approved, subject to the approval of the members, the payment of commission to Mr. Vishal Nirani, Executive Director of the Company, every year, effective from April 1, 2026, in recognition of the valuable services rendered and responsibilities undertaken in the management and operations of the Company.

Mr. Vishal Nirani has been actively involved in the business affairs of the Company and has significantly contributed to its growth and performance. Considering his experience, expertise, responsibilities and contribution to the Company and fact that he is not entitled to draw any fix remuneration from the Company, the Board considers it appropriate to remunerate him by way of commission based on the net profits of the Company.

Accordingly, approval of the members is sought for payment of commission to Mr. Vishal Nirani of an amount not exceeding 1% of the net profits of the Company computed in accordance with the provisions of Section 198 of the Companies Act, 2013, effective from April 1, 2026.

As per Section 197 read with Schedule V of the Companies Act, 2013, a Company may pay managerial remuneration to its directors other than Managing Director or whole-time director or manger in excess of the prescribed limits of 1% if the Company has one managing director or WTD or manager, if the resolution for grant of such remuneration is approved by a special resolution of shareholders. Further, as per Regulation 17(6) (e) of the SEBI Listing Regulations, the fees or compensation payable to executive directors who are promoters or members of the promoter group is subject to the approval of the shareholders by special resolution, if the annual remuneration payable to such executive director exceeds rupees 5 crore or 2.5 per cent of the net profits of the listed entity, whichever is higher or where there is more than one such director, the aggregate annual remuneration to such directors exceeds 5% of the net profits of the Listed Company.

Considering that the Company has another Executive Director who draws fixed remuneration, the commission proposed to be paid to Mr. Vishal Nirani for the relevant financial year shall exceed the aggregate remuneration payable to the executive directors who is neither Managing Director or whole-time director or manager in excess of threshold limit of 1% as prescribed under section 197 read with schedule V of the Act.

Accordingly, the approval of the shareholders by way of a Special Resolution is required for payment of the proposed commission to Mr. Vishal Nirani. The proposed commission shall be in excess of the aforesaid 1% limit and shall be in addition to the fixed remuneration payable to the other Executive Director.

Further, Mr. Vishal Nirani shall not be entitled to receive any commission in case of no profits or inadequate profits during any financial year.

Mr. Vishal Nirani is not debarred from holding the office of Director in terms of Section 164 of the Companies Act, 2013 or debarred from holding the office of director by virtue of the SEBI order or any other authority.

Save and except Mr. Vishal Nirani, Mr. Vijaykumar Murugesh Nirani and Mrs. Sushmitha Nirani and their relatives, none of the other director or key managerial personnel of the Company or their respective relatives may be deemed to be concerned or interested, financially or otherwise, in this resolution.

The Board of Directors recommends the Resolution set out at Item No. 4 for approval of the members as Special Resolution.

Item no 5

The Board at its meeting held on July 28, 2026, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of Mr. Deepak Sadhu, Practicing Company Secretaries, (ACS: 39541 COP: 14992) (Peer review No: 2387/2022), as Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2026-27 till FY 2030-31, subject to approval of the Members.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Mr. Deepak Sadhu is a Practicing Company Secretaries in Bangalore. He has an overall 11 years of professional experience in corporate laws, governance, secretarial audit, intellectual property and transaction advisory. He has served as a trusted advisor to 150+ companies and has worked with reputed organizations, including the Kurl-on Group as Compliance Advisor and listed companies such as Natural Capsules Limited, KMF Builders & Developers Limited etc.

His expertise spans corporate compliance, board and shareholder advisory, mergers & acquisitions, business takeovers, due diligence, and strategic transactions. He also provides end-to-end trademark services, including applications, objections, hearings, registrations, renewals, restorations, and portfolio management.

Considering his vast professional expertise and experience, the Board is of opinion that his engagement as Secretarial Auditor of the Company would be in the best interest of the Company.

Mr. Deepak Sadhu is not disqualified and is eligible to be appointed as Secretarial Auditor in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by him as Secretarial Auditor of the Company shall be within the purview of the said regulation read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The proposed fees in connection with the secretarial audit shall be Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand only) per year, plus applicable taxes and other out-of-pocket expenses, as mutually agreed between the Board of Directors and the secretarial auditor.

The Board recommends the Ordinary Resolution as set out in Item No. 5 of this Notice for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 5 of this Notice.

Annexure I

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings.]

Name & DIN of the Director	Mr. Vishal Nirani DIN: 08434032
Date of Birth/ Age	07/10/1997, 29 Years
Date of first appointment on the Board	31.03.2021
Designation and Category of Director	Executive Director
Qualifications	Graduate
Experience, Skills required for the role and the manner in which the proposed person meets the requirement including brief profile	Mr. Vishal Nirani, a Mechanical Engineering graduate from Brunel University in London, is an important leader at TruAlt Bioenergy, where he drives efficiency and excellence in both production and commercial aspects. His deep technical knowledge, strategic trading skills and commitment to sustainability are evident in his efforts to optimize manufacturing processes and promote eco-friendly practices. Vishal also serves as Managing Director at Nirani Sugars and Managing Partner at Accutrade Global LLP, showcasing his versatility and expertise across multiple sectors. He has overall experience of 7 years.
Nature of expertise in specific functional areas	Rich experience in various areas of business, operations and governance matters
Terms and conditions of re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013
Directorships held in other companies.	Nirani Holdings Private Limited (Director) Nirani Bioplastic Private Limited (Director) Nirani Sugars Limited (Managing Director) Leafiniti Bioenergy Private Limited (Nominee Director) Trualt Bioenergy Limited (Executive Director) Riga Sugar Co Ltd (Managing Director) Accutrade Global LLP (Designated Partner) Flavourite Delicacies LLP (Designated Partner)
Memberships/ Chairmanships of committees across all companies	**Nirani Sugars Limited** Audit Committee- Member CSR Committee- Member **Trualt Bioenergy Limited** Risk Management Committee- Member IPO Committee- Member
Name of Listed entities from which the Director has resigned in the last three years.	Nil
Shareholding in the Company	1,53,25,071
Relationships between directors inter-se	Brother of Mr. Vijaykumar Murugesh Nirani and brother-in-law of Mrs. Sushmitha Vijaykumar Nirani. Apart from this, He is not related to any KMPs and other directors of the Company.
Remuneration proposed to be paid	No fixed remuneration. He shall be entitled for 1% Commission on the net profits subject to the overall limit as envisaged u/s 197 read with Regulation 17 of SEBI listing Regulation

For other details such as number of meetings of the Board attended during FY 2025-26, remuneration last drawn, please refer the Corporate Governance Report which forms part of this Integrated Annual Report.

INFORMATION AT A GLANCE:

Sl. No.	Particulars	Details
1	Day, Date and Time of AGM	Monday, August 31, 11:30 A.M. (IST)
2	Mode	Video Conference (VC) or Other Audio Visual Means (OAVM)
3	Participation through VC/OAVM	Members can login from 11.00 A.M. (IST) on the date of the AGM at www.evoting.nsdl.com.
4	Helpline Number for VC/OAVM participation	NSDL Helpline No. 022 4886 7000
5	Submission of Questions/ Queries before AGM	Members seeking any information with regard to the accounts or any matter mentioned in the AGM Notice, are requested to write to the Company on or before the Cut-off Date i.e. August 25, 2026 via email at cs@trualtbioenergy.com The same will be replied by the Company suitably.
6	Speaker registration before AGM	Members may register themselves as a speaker by sending a request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number to cs@ trualtbioenergy.com from Monday, August 24, 2026 (9:00 a.m. IST) to Wednesday, August 26, 2026 (5:00 p.m. IST).
7	Transcript	Will be made available post AGM at Company website
8	Cut-off Date for e-voting	August 25, 2026
9	Remote e-voting start time and date	Thursday, August 27, 2026, 09.00 A.M. (IST)
10	Remote e-voting end time and date	Sunday, August 30, 2026, 05.00 P.M. (IST)
11	Remote e-voting website of NSDL	Shares held in Demat mode with NSDL: 1. Shareholders registered for NSDL IDeAS facility: https://eservices.nsdl.com 2. Others: www.evoting.nsdl.com Shares held in Demat mode with CDSL: 1. Shareholders who have opted for Easi facility of CDSL: https://web.cdslindia.com/myeasitoken/home/login 2. Others: www.cdslindia.com Logging in through Depositary Participants: Members can also login using the login credentials of their demat account through your DP registered with NSDL /CDSL for e-voting facility.
12	Name, address and contact details of e-voting service provider and registrar and transfer agent	Registrar and Transfer Agent Bigshare Services Pvt. Ltd. Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India.. Toll Free Number: 080-69219060 Email: investor@bigshareonline.com Website: www.bigshareonline.com E-voting Service Provider National Securities Depositories Limited (NSDL) Trade World, A Wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400013 Tel No: 022 4886 7000

Sl. No.	Particulars	Details
13	Email Registration and Contact Updation Process	Demat Shareholders: Contact respective Depository Participant Physical Shareholders: Please furnish Form ISR-1, Form ISR-2 and SH-13 (available on the Company's RTA website at https://www.bigshareonline.com/resources-sebi_circular.aspx#parentHorizontalTab3) along with the necessary attachments mentioned in the said Forms to Bighare Services Private Limited, Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai - 400093, India. Members may also email the duly filled forms to amarendranath.r@bigshareonline.com