

Industries Limited

**THIRTY-FIFTH ANNUAL REPORT
2023-2024**

BLOSSOM

Industries Limited

35th Annual Report 2023-24

BOARD OF DIRECTORS

Mr. Satan S. Bharwani	(DIN: 00183286)	Chairman Emeritus
Mr. Nihar Jambusaria (w.e.f. 1 st April 2024)	(DIN: 01808733)	Chairman & Additional (Independent) Director
Mr. Amit Khemani	(DIN: 00057283)	Managing Director
Mr. Vincent Vaz	(DIN: 02067875)	Whole-time Director-cum-CFO
Mr. Satyan Israi (w.e.f. 25 th November 2023)	(DIN: 01174081)	Additional (Independent) Director
Ms. Bhakti Shah (w.e.f. 1 st April 2024)	(DIN: 07638958)	Additional (Independent) Director
Dr. Keshava Patkar (w.e.f. 6 th June 2024)	(DIN: 07672085)	Additional (Independent) Director
Late Dr. S. D. Israni (Upto 25 th August 2023)	(DIN: 00125532)	Independent Director
Upto 31 st March 2024:		
Mr. P. R. Barpande	(DIN: 00016214)	Independent Director
Mr. D. T. Khilnani	(DIN: 01824655)	Independent Director
Padmashree Ms. Lila Poonawalla	(DIN: 00074392)	Independent Director
Dr. P. Kotaiah	(DIN: 00038420)	Independent Director
Mr. Harsh Vardhan Jajoo	(DIN: 00758308)	Independent Director

COMPANY SECRETARY

Mr. Haresh Thakkar

STATUTORY AUDITORS

M/s. CNK & Associates LLP

Chartered Accountants,
Mumbai

INTERNAL AUDITOR

Aneja Associates

Chartered Accountant,
Mumbai

REGISTRAR AND TRANSFER AGENT (R & TA)

M/s. Link Intime India Pvt. Ltd

C 101, 247 Park, L B S Marg,
Vikhroli - West, Mumbai - 400 083

Tel No: 022 - 4918 6270

Fax No: 022 - 4918 6060

Email: rnt.helpdesk@linkintime.co.in

SECRETARIAL AUDITOR

M/s. VPP & Associates

Practising Company Secretaries,
Mumbai

REGISTERED OFFICE & PLANT

Village Jani Vankad,
Nani Daman, Daman - 396210 (U.T.)

COST AUDITOR

Mr. GirikrishnaManiar

Cost Accountant,
Mumbai

NOTICE

To,
The Members,
BLOSSOM INDUSTRIES LIMITED

Notice is hereby given that the **Thirty-Fifth** Annual General Meeting of the Members of **BLOSSOM INDUSTRIES LIMITED** will be held on **Friday, 30th August 2024 at 10.30 a.m.** through video conference (VC)/ other audio visual means (OAVM), to transact the business mentioned hereunder:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement comprising of the Balance Sheet as at March 31, 2024, Statement of Profit & Loss, Cash Flow Statement for the year ended on that date together with the Notes and the Reports of the Board of Directors (the Board) and the Auditor thereon.
2. To appoint a Director in place of Mr. Amit Khemani (DIN: 00057283), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all the other applicable Rules made under the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Vincent Vaz, (DIN: 02067875) as the Whole-time Director-cum-Chief Financial Officer (CFO) of the Company, liable to retire by rotation, for a period of three (3) years with effect from 28th January, 2025 till 27th January, 2028, on the terms and conditions, including remuneration, as stated in the explanatory statement annexed to this Notice;

RESOLVED FURTHER THAT where in any financial year during the currency of the tenure of Mr. Vincent Vaz as the Whole-time Director-cum-CFO, the Company has no profits or its profits are inadequate, he shall be paid remuneration including perquisites as permitted under Schedule V of the Companies Act, 2013, as amended from time to time, subject to the approval of the Central Government, if and to the extent necessary and applicable.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which shall include duly authorized Nomination and Remuneration Committee thereof for the time being in force exercising the powers conferred upon it by the Board) be and is hereby

authorized to take all such steps as may be necessary, proper, expedient or desirable to give effect to this resolution or to make modifications as may be deemed to be in the interest of the Company, with liberty to the Board to alter and vary the terms and conditions of the aforesaid re-appointment, including but not limited to the remuneration payable to Mr. Vincent Vaz, from time to time, in accordance with and subject to the limits as stated in the explanatory statement annexed to this Notice or as may be stipulated by the Central Government, if and to the extent necessary and applicable and to do all such acts, deeds, matters and things for giving effect to this resolution.

RESOLVED LASTLY THAT the Board be and is hereby authorized to delegate all or any of its powers to any of its committee(s) or any director or officer or person, to give effect to the aforesaid resolution.”

4. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) (hereinafter referred to as ‘the Act’) and based on the approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mr. Satyan Israni** (DIN: 01174081), who was appointed as an Additional Director (in the capacity of an Independent Non-executive Director) of the Company by the Board of Directors with effect from November 25, 2023, and who is not disqualified to become a Director under the Act and who meets the criteria of independence as provided in Section 149 of the Act and who has submitted a declaration to that effect and who is eligible for appointment as the Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company and being eligible, be and is hereby appointed as the Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of five consecutive years commencing from November 25, 2023 to November 24, 2028, on the terms and conditions as set out in the Explanatory Statement pursuant to Section 102 of the Act annexed to this Notice;

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable, including filing the required forms or documents with regulatory authorities, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

5. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) (hereinafter referred to as ‘the Act’) and based on the approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mr. Nihar Jambusaria** (DIN: 01808733), who was appointed as an Additional Director (in the capacity of an Independent Non-executive Director) of the Company by the Board of Directors with effect from April 01, 2024, and who is not disqualified to become a Director under the Act and who meets the criteria of independence as provided in Section 149 of the Act and who has submitted a declaration to that effect and who is eligible for appointment as the Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company and being eligible, be and is hereby appointed as the Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of five consecutive years commencing from April 01, 2024 to March 31, 2029, on the terms and conditions as set out in the Explanatory Statement pursuant to Section 102 of the Act annexed to this Notice;

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable, including filing the required forms or documents with regulatory authorities, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

6. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) (hereinafter referred to as ‘the Act’) and based on the approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Ms. Bhakti Shah** (DIN: 07638958), who was appointed as an Additional Director (in the capacity of an Independent Non-executive Director) of the Company by the Board of Directors with effect from April 01, 2024, and who is not disqualified to become a Director under the Act and who meets the criteria of independence as provided in Section 149 of the Act and who has submitted a declaration to that

effect and who is eligible for appointment as the Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director of the Company and being eligible, be and is hereby appointed as the Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of five consecutive years commencing from April 01, 2024 to March 31, 2029, on the terms and conditions as set out in the Explanatory Statement pursuant to Section 102 of the Act annexed to this Notice;

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable, including filing the required forms or documents with regulatory authorities, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”

7. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules, 2014 and all other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force) (hereinafter referred to as ‘the Act’) and based on the approval and recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Dr. Keshava Patkar** (DIN: 07672085), who was appointed as an Additional Director (in the capacity of an Independent Non-executive Director) of the Company by the Board of Directors with effect from June 6, 2024, and who is not disqualified to become a Director under the Act and who meets the criteria of independence as provided in Section 149 of the Act and who has submitted a declaration to that effect and who is eligible for appointment as the Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature for the office of a Director of the Company and being eligible, be and is hereby appointed as the Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of five consecutive years commencing from June 6, 2024 to June 5, 2029, on the terms and conditions as set out in the Explanatory Statement pursuant to Section 102 of the Act annexed to this Notice;

RESOLVED FURTHER THAT the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable, including filing the required forms or documents with regulatory authorities, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto.”



**By Order of the Board of Directors of
Blossom Industries Limited**

Amit A. Khemani
Managing Director
DIN: 00057283

Date: 06th June, 2024

Place: Mumbai

CIN: U31200DD1989PLC003122

Registered Office:

Village Jani Vankad, Nani Daman,
Daman - 396 210 (U.T.)

NOTES:

- A.** The Ministry of Corporate Affairs ("MCA") has, vide its circular dated September 25, 2023 read with circulars dated December 28, 2022, May 5, 2020, April 8, 2020 & April 13, 2020 (collectively referred to as "MCA Circulars"), permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue upto September 30, 2024. In accordance with, the said circulars of MCA and applicable provisions of the Act, the 35th AGM of the Company shall be conducted through VC / OAVM. National Securities Depository Limited (NSDL) will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The venue of the meeting shall be deemed to be the Registered Office of the Company at Village Jani Vankad, Nani Daman, Daman - 396210 (U.T.).
- B.** As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
- C.** The Members can join the 35th AGM in the VC/OAVM mode 20 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- D.** The Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 23rd August 2024 to Friday, 30th August 2024, inclusive of both the days.
- E.** The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business as set out above is annexed hereto
- F.** In accordance with the MCA circulars, the 35th Annual Report inclusive of the Notice of AGM, Board Report, Auditor's report, Financial Statements and other documents are being sent in electronic mode only to those Members whose e-mail address is registered with the Company or the Depository Participant(s).
- G.** Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Registrar and Transfer Agent at rnt.helpdesk@linkintime.co.in along with the copy of the signed request letter mentioning the name, folio no. and address of the Member, self-attested copy of the PAN card, and self-attested copy of any address proof (eg.: Driving License, Election Identity Card, Passport). Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants. Members whose email id are not registered and wish to receive the 35th Annual Report of the Company are requested to refer point R.II.
- H.** The attendance of the Members present at the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- I.** The Notice of AGM along with Annual Report for the financial year 2023-24, is available on the website of the Company at <https://blossombeverages.in/investors.html>. AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- J.** As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance along with their name, demat account number / folio number, email id, mobile number at blossom@bildaman.com to register themselves as speaker attendee. Questions / queries should be sent during Friday, 23rd August 2024 to Tuesday, 27th August 2024. Only those queries which are registered during the said period will be answered to during the AGM. The Company reserves the right to restrict the number of questions, depending upon availability of time as appropriate for smooth conduct of the AGM.
- K.** The voting rights shall be as per the number of equity shares held by the Member(s) as on Friday, 23rd August 2024, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.
- L.** All the documents referred to in the accompanying Notice and Explanatory Statement, shall be available for inspection through electronic mode, basis the request being sent on blossom@bildaman.com.
- M.** During the AGM, the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act, Audit Reports and all other statutory documents shall be available for inspection upon login at NSDL e-voting system at <https://www.evoting.nsdl.com>.

N. Members are requested to:

1. Intimate to the Company or its Registrar and Share Transfer Agent immediately, of any change in their address.
2. Send all correspondence to the Registrar and Share Transfer Agent at the following address upto the date of book closure to:

M/s. Link Intime India Pvt. Ltd

C 101, 247 Park, L B S Marg,

Vikhroli - West, Mumbai – 400 083

Tel No: 022 - 4918 6270

Fax No: 022 - 4918 6060

Email: rnt.helpdesk@linkintime.co.in

3. Quote Registered Folio Numbers/ DP ID/ Client ID in all the correspondence.
4. Members holding shares in dematerialized form (electronic form) are requested to intimate any change in their address directly to their respective Depository Participants.
5. Members holding shares in physical form may avail themselves of the facility of nomination in terms of Section 72 of the Companies Act, 2013 by nominating in the prescribed form a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the Company's Registered Office or from its R & TA at either of the aforesaid addresses.
6. The Ministry of Corporate Affairs had vide its Notification dated September 10, 2018 made it mandatory w.e.f. October 2, 2018 for the Unlisted Public Company to have connectivity with the depository i.e. NSDL or CDSL, for dematerialization of securities to enable security holders to hold their securities in dematerialized mode. Further, transfer as well as issue of securities of Unlisted Public Company on or after October 2, 2018 can only be done in dematerialized form. Thus, shareholders can hold shares in demat or physical mode, however, in case of request for transfer, it can be proceeded only in demat mode. In view of the above and to avail benefits of dematerialization, members are advised to dematerialize shares held by them in physical mode.

Kindly note that the Company has connectivity with CDSL as well as NSDL and its ISIN is **INE264D01026**.

O. As required under Secretarial Standards 2, the details of Mr. Amit Khemani, Mr. Vincent Vaz, Mr. Satyan Israni, Mr. Nihar Jambusaria, Ms. Bhakti Shah and Mr. Keshava Patkar, Directors proposed to be appointed/re-appointed at this Annual General Meeting is annexed as Annexure A to this Notice.

P. The Company is providing e-voting facility to transact all the resolutions mentioned in the Notice of this meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under before the AGM as well as at the AGM for the members attending through Video Conferencing.

Q. In case of any queries relating to e-voting or attending AGM through VC/OAVM, 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 toll free no.: 1800-222-990 or send a request to Mr. Abhijeet Gunjal at evoting@nsdl.co.in or Mr. Bharat Gopalani, Sr. Manager – Accounts & Finance, Blossom Industries Limited, Village Jani Vankad, Nani Daman, Daman – 396210 (U.T.) on 0260 – 6687800 or email on bharat@bildaman.com.

R. Process for attending the AGM and voting through electronic means is as under:

I. The instructions for members for Remote E-Voting are as under:-

The remote e-voting period begins on Tuesday, 27th August 2024 at 9:00 A.M. and ends on Thursday, 29th August 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?




The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step I: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting 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.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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 or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div data-bbox="592 993 1015 1235" style="text-align: center;"> <p>NSDL Mobile App is available on</p>    </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 or joining virtual meeting & voting during the meeting. 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.

Type of shareholders	Login Method
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 or joining virtual meeting & voting during the meeting.

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.co.in or call at 022 - 4886 7000 and 022 - 2499 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 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

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, 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.

1. 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 folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

- a) If you are already registered for e-Voting, then you can use 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.**
3. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

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.

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

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

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

4. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
5. Now, you will have to click on "Login" button.
6. 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.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step I, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish 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 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

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 scrutinizer@hkacs.com with a copy marked to evoting@nsdl.co.in.

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.

In case of any queries, 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 toll free no.: 1800-222-990 or send a request to Mr. Abhijeet Gunjal at evoting@nsdl.co.in

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

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 blossom@bildaman.com

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 blossom@bildaman.com If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step I (A)** i.e. **Login method for e-Voting and**

joining virtual meeting for Individual shareholders holding securities in demat mode.

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

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.

III. 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.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

IV. Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further, Members are requested to use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ have questions may send their questions in advance during period mentioned above, mentioning their name, demat account number/folio number, email id, mobile number at blossom@bildaman.com. The same will be replied by the company suitably.

- S.** The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date (record date) of Friday, 23rd August, 2024.
- T.** The Board of Directors of the Company at their meeting held on 06th June, 2024 has appointed Mr. Hemanshu Kapadia, Practising Company Secretary as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- U.** The Scrutinizer shall immediately after the conclusion of the general meeting held through Video Conferencing, scrutinize the entire e-voting process and make, within a period not exceeding three (3) days from the conclusion of the meeting a Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing who shall countersign the same.
- V.** The Chairman or the authorised person shall declare the results of the voting forthwith and the results declared alongwith the report of the scrutinizer shall be placed on the website of the Company i.e. <http://www.blossombeverages.in>.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 3:

Mr. Vincent Vaz (DIN: 02067875), Whole-time Director-cum-CFO of the Company, is a qualified Chartered Accountant having experience of over two decades in the field of finance, accounts and taxation. He has been associated with Blossom Industries Limited for more than 25 years. Over the years, his knowledge, expertise and understanding of beer industry has immensely benefited in the Company's progress. His tenure as the Whole-time Director-cum-CFO of the Company expires on the 27th January, 2025. Taking into account his vast experience in the Brewery industry, the Board in its Meeting held on the 06th June 2024, based on the recommendation of Nomination and Remuneration Committee proposed his re-appointment as the Whole-time Director-cum-CFO w.e.f. 28th January, 2025 for a period of 3 years and liable to retire by rotation, subject to approval of the members of the Company.

The remuneration shall be as under:

- a) Salary: Rs. 4,75,016/- per month
- b) Commission: 1% p.a. of the Net Profit calculated u/s 198 of the Companies Act, 2013.
- c) The Company shall reimburse from time to time all expenses that he may be required to incur in the course of performance of duties as the Whole-time Director of the Company.

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, he shall be paid remuneration as per provision of Section II of Part II of Schedule V of the Companies Act, 2013 as the Minimum Remuneration. The additional information as required under Part II of Schedule V to the Companies Act, 2013 is given below:

I. GENERAL INFORMATION:

- (1) Nature of Industry: Manufacture of Beer
- (2) Date of Commencement of commercial production: November 17, 1994
- (3) In case of new Companies, expected date of Commencement of activities as per project approved by Financial Institutions appearing in the Prospectus: Not Applicable
- (4) Financial Performance based on given indicators:
(Rs. in lakhs)

Particulars	Year ended 31st March		
	2023	2022	2021
Financial Parameters			
Turnover	30,764.71	21,734.71	19,863.29
Other Income	2,549.57	2,488.34	1,953.16
Profit before tax	3,560.81	2,687.90	1,576.30
Profit after tax (as per Profit & Loss Account)	2,710.02	2,009.06	1,153.37
Net Worth	20,098.00	17,387.97	15,424.72

- (5) Foreign Investments or Collaborations, if any: There is no foreign investment or collaboration.

II. INFORMATION ABOUT THE APPOINTEE:

Mr. Vincent Vaz (DIN: 02067875):

- (1) Background details: Mr. Vincent Vaz, Whole-time Director-cum-CFO of the Company is a qualified Chartered Accountant with over two decades of experience in the field on finance, accounts and taxation.
- (2) Past Remuneration:
 - a) Salary: Rs. 4,75,016/- per month
 - b) Commission: 1% p.a. of the Net Profit calculated u/s 198 of the Companies Act, 2013.
 - c) The Company shall reimburse from time to time all expenses that he may be required to incur in the course of performance of duties as the Whole-time Director of the Company.

- (3) Recognition/Awards: With his continued support and expertise during his association with Blossom, the Company has been presented with various awards.
- (4) Job Profile and Suitability: He has been associated with Blossom Industries Limited for more than 25 years including 16 years of association as the Whole-time Director. Over the years, his expertise, knowledge and understanding of liquor and beer industry has immensely benefited in the Company's progress.
- (5) Remuneration proposed w.e.f. 28th January, 2025:
 - a) Salary: Rs.4,75,016/- per month
 - b) Commission: 1% p.a. of the Net Profit calculated u/s 198 of the Companies Act, 2013.
 - c) The Company shall reimburse from time to time all expenses that he may be required to incur in the course of performance of duties as the Whole-time Director of the Company.
- (6) Comparative Remuneration Profile with respect to Industry, size of the Company, Profile of the position and person: The remuneration payable to Mr. Vincent Vaz commensurate with his qualification, experience, the duties and responsibilities entrusted to him.
- (7) Pecuniary Relationship, directly or indirectly, with the Company or relationship with the Managerial Personnel, if any: Mr. Vincent Vaz has no pecuniary relationship, directly or indirectly with the Company or with any managerial personnel, other than his present office as the Whole-time Director-cum-CFO and he does not hold any shares in the Company.

III OTHER INFORMATION:

1. Reason for loss or inadequate profits: Currently, the Company does not have inadequate profit; this disclosure is for abundant precaution.
2. Steps taken or proposed to be taken for improvement: The Management always strives for improvement and increased return.
3. Expected increase in productivity and profits in measurable terms: The Company is taking all steps to utilise its optimum production capacity and has recently ventured into non-alcoholic beverages and alcoholic ready to drink and is also sustaining its margin on sale of beer as well as other beverages.

The Board of Directors recommends this resolution to the members for their approval by way of a special resolution. The details of the Director as per Secretarial Standards – 2 are annexed to the Notice of this Meeting as Annexure A. The relevant resolution/documents and draft agreement for his re-appointment are available for e-inspection by the Members of the Company by sending an email to the Company on blossom@bildaman.com upto the date of 35th AGM.

None of the Directors or Key Managerial Personnel of the Company are interested financially or otherwise, in the proposed resolution except Mr. Vincent Vaz, Whole-time Director-cum-CFO.

Item No. 4:

The Board of Directors, on the basis of recommendation of the Nomination and Remuneration Committee, passed a resolution in their meeting held on November 25, 2023 appointing Mr. Satyan Israni (DIN: 01174081) as an Additional Director (in the capacity of Independent Non – Executive director) of the Company, not liable to retire by rotation, for a term of 5 (five) years w.e.f. November 25, 2023 to November 24, 2028, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company, he holds office up to the date of this Annual General Meeting (“AGM”) and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing candidature of Mr. Satyan Israni (DIN: 01174081) for the office of Director.

The Company has received declaration from Mr. Satyan Israni (DIN: 01174081) to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder. In the opinion of the Board, he fulfills the conditions specified in the Act and Rules for appointment as an Independent Director and he is independent of the Management of the Company.

The Company has also received following documents from Mr. Satyan Israni (DIN: 01174081):

- (i) Letter of consent to act as a Director in the prescribed Form DIR-2 pursuant to Section 152 of the Act and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Letter of intimation in the prescribed Form DIR-8 pursuant to Section 164 of the Act and Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified to become a Director under the Act;

The Nomination and Remuneration Committee has recommended appointment of Mr. Satyan Israni (DIN: 01174081) as an Independent Director for a term of 5 (five) consecutive years. In the opinion of the Board of Directors, Mr. Satyan Israni (DIN: 01174081) fulfills the conditions specified in the Act and Rules made thereunder, for his appointment as an Independent Director of the Company and that he is independent of the Management and is not disqualified to become Director under the Act. The Board believes that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. Accordingly, the Board of Directors recommends his appointment as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) years w.e.f. November 25, 2023 to November 24, 2028.

The brief profile of Mr. Satyan Israni (DIN: 01174081), nature of his expertise, names of Companies in which he holds Directorships, shareholding in the Company, etc. pursuant to Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company

Secretaries of India is given in the Annexure A to the Notice convening this AGM.

The terms & conditions of his appointment, consent to act as a Director, declaration by proposed appointee and notice received u/s 160 of the Companies Act, 2013, will be available electronically for inspection by the Members during the AGM. The said documents will also be available for electronic inspection without any fee by the Members by sending an email to the Company on blossom@bildaman.com upto the date of 35th AGM.

The Board recommends the Ordinary Resolution at Item No. 4 for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company except Mr. Satyan Israni, himself, are in any way, concerned or interested, in the Resolution set out at Item No. 4 of the Notice.

Item No. 5:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Nihar Jambusaria (DIN: 01808733) with effect from April 01, 2024, as an Additional Director (in the capacity of Independent Non – Executive director) of the Company, not liable to retire by rotation, for a term of 5 (five) years w.e.f. April 01, 2024 to March 31, 2029, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company, he holds office up to the date of this Annual General Meeting (“AGM”) and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing candidature of Mr. Nihar Jambusaria (DIN: 01808733) for the office of Director.

The Company has received declaration from Mr. Nihar Jambusaria (DIN: 01808733) to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder. In the opinion of the Board, he fulfills the conditions specified in the Act and Rules for appointment as an Independent Director and he is independent of the Management of the Company.

The Company has also received following documents from Mr. Nihar Jambusaria (DIN: 01808733):

- (i) Letter of consent to act as a Director in the prescribed Form DIR-2 pursuant to Section 152 of the Act and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Letter of intimation in the prescribed Form DIR-8 pursuant to Section 164 of the Act and Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified to become a Director under the Act;

The Nomination and Remuneration Committee has recommended appointment of Mr. Nihar Jambusaria (DIN: 01808733) as an Independent Director for a term of 5 (five) consecutive years. In the opinion of the Board of Directors, Mr. Nihar Jambusaria (DIN: 01808733) fulfills the conditions specified in the Act and Rules made

thereunder, for his appointment as an Independent Director of the Company and that he is independent of the Management and is not disqualified to become Director under the Act. The Board believes that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. Accordingly, the Board of Directors recommends his appointment as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) years w.e.f. April 01, 2024 to March 31, 2029.

The brief profile of Mr. Nihar Jambusaria (DIN: 01808733), nature of his expertise, names of Companies in which he holds Directorships, shareholding in the Company, etc. pursuant to Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is given in the Annexure to the Notice convening this AGM.

The terms & conditions of his appointment, consent to act as Director, declaration by proposed appointee and notice received u/s 160 of the Companies Act, 2013, will be available electronically for inspection by the Members during the AGM. The said documents will also be available for electronic inspection without any fee by the Members by sending an email to the Company on blossom@bildaman.com upto the date of 35th AGM.

The Board recommends the Ordinary Resolution at Item No. 5 for approval by the Members.

None of the other Directors and Key Managerial Personnel of the Company except Mr. Nihar Jambusaria, himself, are in any way, concerned or interested, in the Resolution set out at Item No. 5 of the Notice.

Item No. 6:

The Board of Directors, based on recommendation of the Nomination and Remuneration Committee, appointed Ms. Bhakti Shah (DIN: 07638958) with effect from April 01, 2024, as an Additional Director (in the capacity of Independent Non – Executive director) of the Company, not liable to retire by rotation, for a term of 5 (five) years w.e.f. April 01, 2024 to March 31, 2029, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company, she holds office up to the date of this Annual General Meeting ("AGM") and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing candidature of Ms. Bhakti Shah (DIN: 07638958) for the office of Director.

The Company has received declaration from Ms. Bhakti Shah (DIN: 07638958) to the effect that she meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder. In the opinion of the Board, she fulfills the conditions specified in the Act and Rules for appointment as an Independent Director and she is independent of the Management of the Company.

The Company has also received following documents from Ms. Bhakti Shah (DIN: 07638958):

- (i) Letter of consent to act as a Director in the prescribed Form DIR-2 pursuant to Section 152 of the Act and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Letter of intimation in the prescribed Form DIR-8 pursuant to Section 164 of the Act and Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that she is not disqualified to become a Director under the Act;

The Nomination and Remuneration Committee has recommended appointment of Ms. Bhakti Shah (DIN: 07638958) as an Independent Director for a term of 5 (five) consecutive years. In the opinion of the Board of Directors, Ms. Bhakti Shah (DIN: 07638958) fulfills the conditions specified in the Act and Rules made thereunder, for her appointment as an Independent Director of the Company and that she is independent of the Management and is not disqualified to become Director under the Act. The Board believes that her association would be of immense benefit to the Company and it is desirable to avail her services as an Independent Director. Accordingly, the Board of Directors recommends her appointment as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) years w.e.f. April 01, 2024 to March 31, 2029.

The brief profile of Ms. Bhakti Shah (DIN: 07638958), nature of her expertise, names of Companies in which she holds Directorships, shareholding in the Company, etc. pursuant to Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is given in the Annexure A to the Notice convening this AGM.

The terms & conditions of her appointment, consent to act as Director, declaration by proposed appointee and notice received u/s 160 of the Companies Act, 2013, will be available electronically for inspection by the Members during the AGM. The said documents will also be available for electronic inspection without any fee by the Members by sending an email to the Company on blossom@bildaman.com upto the date of 35th AGM.

The Board recommends the Ordinary Resolution at Item No. 6 for approval by the Members.

None of the other Directors and Key Managerial Personnel of the Company, except Ms. Bhakti Shah, herself, are in any way, concerned or interested, in the Resolution set out at Item No. 6 of the Notice.

Item No. 7:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, appointed Dr. Keshava Patkar (DIN: 07672085) in the their Board Meeting held on June 6, 2024, as an Additional Director (in the capacity of Independent Non – Executive director) of the Company, not liable to retire by rotation, for a term of 5 (five) years w.e.f. June 6, 2024 to June 5, 2029, subject to approval of the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company, he holds office up to the date of this Annual General Meeting ("AGM") and is eligible to be appointed as a Director. The Company has,

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in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing candidature of Dr. Keshava Patkar (DIN: 07672085) for the office of Director.

The Company has received declaration from Dr. Keshava Patkar (DIN: 07672085) to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with the Rules framed thereunder. In the opinion of the Board, he fulfills the conditions specified in the Act and Rules for appointment as an Independent Director and he is independent of the Management of the Company.

The Company has also received following documents from Dr. Keshava Patkar (DIN: 07672085):

- (i) Letter of consent to act as a Director in the prescribed Form DIR-2 pursuant to Section 152 of the Act and Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014;
- (ii) Letter of intimation in the prescribed Form DIR-8 pursuant to Section 164 of the Act and Rule 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified to become a Director under the Act;

The Nomination and Remuneration Committee has recommended appointment of Dr. Keshava Patkar (DIN: 07672085) as an Independent Director for a term of 5 (five) consecutive years. In the opinion of the Board of Directors, Dr. Keshava Patkar (DIN: 07672085) fulfills the conditions specified in the Act and Rules made thereunder, for his appointment as an Independent Director of the

Company and that he is independent of the Management and is not disqualified to become Director under the Act. The Board believes that his association would be of immense benefit to the Company and it is desirable to avail his services as an Independent Director. Accordingly, the Board of Directors recommends his appointment as an Independent Director of the Company, not liable to retire by rotation for a term of 5 (five) years w.e.f. June 6, 2024 to June 5, 2029.

The brief profile of Dr. Keshava Patkar (DIN: 07672085), nature of his expertise, names of Companies in which he holds Directorships, shareholding in the Company, etc. pursuant to Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is given in the Annexure to the Notice convening this AGM.

The terms & conditions of his appointment, consent to act as Director, declaration by proposed appointee and notice received u/s 160 of the Companies Act, 2013, will be available electronically for inspection by the Members during the AGM. The said documents will also be available for electronic inspection without any fee by the Members by sending an email to the Company on blossom@bildaman.com upto the date of 35th AGM.

The Board recommends the Ordinary Resolution at Item No. 7 for approval by the Members.

None of the other Directors and Key Managerial Personnel of the Company, except Dr. Keshava Patkar, himself, are in any way, concerned or interested, in the Resolution set out at Item No. 7 of the Notice.

Annexure A to Item No. 2,3, 4, 5, 6 and 7:

Details as required to be furnished under the Secretarial Standard-2 para 1.2.5 issued by ICSI:

Name of Director	Mr. Amit Khemani	Mr. Vincent Vaz
Designation	Managing Director	Whole-time Director-cum-CFO
Age	47 years	57 years
Qualifications	Bachelor of Arts from Curry College, Milton and holds major degree in Business Management and Communication	Chartered Accountant
Experience	He has been leading Blossom Industries Limited for more than two decades and has played a pivotal role achieving great success in the brewery industry. He had earlier worked with United Distillers and Vintners as Trainee	Over two decades in the field of finance, accounts and taxation. He has been associated with Blossom Industries Limited for around 27 years. Over the years, his expertise, knowledge and understanding of beer industry has immensely benefited in the Company's growth.
Terms and conditions of re-appointment	He being liable to retire by rotation is being re-appointed with no change in the terms and conditions	As detailed in explanatory statement of Item no. 3 of this Notice
Last drawn remuneration	a) Salary: Rs. 10,00,000/-p.m. b) Commission: 10% p.a. of the Net Profit calculated u/s 198 of the Companies Act, 2013 less the total salary paid during the financial year	Salary: Rs. 4,75,016/- p.m. plus Commission @ 1% p.a. of net profit u/s 198 of the Companies Act, 2013.

Date of first appointment on the Board	27/09/2003	28/01/2008
Shareholding in the Company	45,66,500 equity shares	Nil
Relationship with other Director/Manager/KMPs	He is a promoter director of the Company, however does not share any relationship with any other Director/Manager/KMPs	He does not share any relationship with any other Director/Manager/KMPs of the Company
No. of meetings of the Board attended during the year 2023-24	5	5
Other Directorships	Perfunova (International) Limited; Cosminova Cosmetics Private Limited; Norfolk Trading Private Limited; Khemani Distilleries Private Limited; Khemani Fin-Stock Private Limited; Kamla Kewalram Khemani Foundation.	Cosminova Cosmetics Private Limited
Membership/Chairmanships of the Committees of other Boards	<u>Perfunova (International) Limited</u> Audit Committee (AC) – Member Corporate Social Responsibility (CSR) Committee – Member Nomination and Remuneration Committee (NRC) - Member	Nil

Name of the Director	Mr. Satyan Israni	Mr. Nihar Jambusaria
DIN	01174081	01808733
Date of Birth	March 17, 1977	January 25, 1959
Age (in years)	47	65
Qualifications	B.Com, LLB, FCS, LLM, Solicitor (UK)	B. Com, FCA
Nationality	Indian	Indian
Experience	He has been practicing as a Lawyer for more than 22 years in the field of business, corporate, commercial, securities and property laws and is the Managing Partner of Messrs. SD Israni Law Chambers. He appears before the Hon'ble Supreme Court of India, Bombay High Court, National Company Law Appellate Tribunal, Securities Appellate Tribunal, Securities and Exchange Board of India, National Company Law Tribunal, the erstwhile Company Law Board, State Commission Disputes Redressal Forum, various judicial and quasi judicial bodies and several other bodies.	He is a senior partner in N. N. Jambusaria & Co., Chartered Accountants. He is currently providing consultancy to Reliance group and organisations of Private and Public sector in Direct Tax, International tax, Mergers & Acquisitions, FEMA, Restructuring of Business He was designated as Senior Vice President in Reliance Industries Ltd. in 2011 and served till April, 2020. He was also President of the Institute of Chartered Accountants of India (ICAI) from 2021-22. He was designated as President of South Asian Federation of Accountants (SAFA) in 2023 and served as a member of various advisory Boards to CAG, IRDA and other authorities/organisations.
Terms and conditions of appointment/re-appointment	Proposed to be appointed as an Independent Director for a term of 5 (five) consecutive years w.e.f. November 25, 2023 till November 24, 2028	Proposed to be appointed as an Independent Director for a term of 5 (five) consecutive years w.e.f. April 01, 2024 till March 31, 2029
Date of first appointment on the Board	November 25, 2023	April 01, 2024
Shareholding in the Company	NIL	NIL

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List of Directorships held in other Companies	<ol style="list-style-type: none"> 1. Cravatex Limited 2. Modern India Limited 3. Advani Hotels and Resorts (India) Limited 4. Mantra Data Centers Private Limited 5. Getsellgo Private Limited 6. Spain India Corporate Services Private Limited 7. Simplex Realty Limited 	<ol style="list-style-type: none"> 1. IIFL Finance Limited 2. Cysdat India Private Limited 3. The Clearing Corporation of India Limited 4. IIFL Samasta Finance Ltd.
Committee Chairmanship/ Membership in other Companies	<p><u>Cravatex Limited:</u> AC – Member; NRC – Member; Stakeholders Relationship Committee (SRC) - Chairman</p> <p><u>Modern India Limited</u> AC – Member; Risk Management Committee (RMC) – Member; NRC- Member</p> <p><u>Asian Heart Institute & Research Center Private Limited</u> Ethics Committee- Member</p> <p><u>Simplex Realty Limited</u> AC – Member; NRC – Member</p>	<p><u>IIFL Finance Ltd.-</u> AC – Chairman; NRC – Chairman; ESG Committee – Member; CSR Committee – Member; RMC - Member</p> <p><u>IIFL Samasta Finance Ltd.-</u> NRC - Member</p> <p><u>The Clearing Corporation of India Ltd.-</u> AC - Chairman; Committee of Directors for Transfer of Shares – Chairman; Regulatory Compliance Committee - Member</p>

Name of the Director	Ms. Bhakti Shah	Dr. Keshava Patkar
DIN	07638958	07672085
Date of Birth	November 14, 1977	October 16, 1961
Age (in years)	46	63
Qualifications	B. Com, ACA	M.Phil., PhD
Nationality	Indian	Indian
Experience	She is a Partner at SSPA & Co., Chartered Accountants and also a Registered Valuer under Companies Act 2013. She has close to 24 years of professional experience in valuation and corporate restructuring Advisory.	Engaged in Brewing consulting for start-ups including new brand formulations, vendor certification, Process description & SOPs for operations, Contract manufacturing facility due diligence
Terms and conditions of appointment/re-appointment	Proposed to be appointed as an Independent Director for a term of 5 (five) consecutive years w.e.f. April 01, 2024 till March 31, 2029	Proposed to be appointed as an Independent Director for a term of 5 (five) consecutive years w.e.f. June 6, 2024 till June 5, 2029
Date of first appointment on the Board	April 01, 2024	June 6, 2024
Shareholding in the Company	Nil	Nil
List of Directorships held in other Companies	Nil	Nil
Committee Chairmanship/ Membership in other Companies	Nil	Nil

**By Order of the Board of Directors of
Blossom Industries Limited**

Amit A. Khemani
Managing Director
DIN: 00057283

Date: 06th June, 2024
Place: Mumbai
CIN: U31200DD1989PLC003122