Date : 30-07-2026

To,
**DCS-Listing**
**The Bombay Stock Exchange Limited,**
Phiroze JeeJeebhoy Towers,
Dalal Street,
Mumbai- 400001

**Sub: Notice of 32nd AGM**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, we are enclosing the Notice of the 32nd Annual General Meeting of the Members of the Company to be held on Tuesday, the 25th day of August, 2026. This will also be placed on our website www.berylsecurities.com .

This is for information and records.

Yours Sincerely

BERYL SECURITIES LTD.
**For Beryl Securities Limited,**
DIRECTOR

Vineet Bajpai
Managing Director
DIN: 08098068

02

# Notice of Annual General Meeting

Thirty-Second Annual General Meeting

| | |
|---|---|
| ANNUAL REPORT | 2025-2026 |

## NOTICE

Notice is hereby given that the Thirty Second Annual General Meeting of the Members of BERYL SECURITIES LIMITED will be held on Tuesday, the 25th August, 2026 at 02:00 P.M. through Video Conferencing/ Other Audio-Visual Means (VC/ OA VM) for which purposes the registered office of the company situated at 29, Neer Nagar, Mayank water Park Road, Bicholi, Indore- 452016 India shall be deemed as the venue for the meeting and the proceedings of the Annual General Meeting shall be deemed to be made there at, to transact the following businesses:

## ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2026, together with the reports of the Board of Directors and Auditors thereon, and in this regard, to consider and if thought fit, to pass, with or without modification (s) the following resolution as an Ordinary Resolution:

   "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. To appoint a director in place of Mr. Anshul Gupta (DIN: 09356735), who retires by rotation and being eligible, offers himself for re-appointment.

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Anshul Gupta (DIN: 09356735) who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

## SPECIAL BUSINESS:

3. TO ISSUE, OFFER AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS TO PROMOTERS AND NON-PROMOTERS/PUBLIC CATEGORY SHAREHOLDERS

   To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62(1)(c) and 179 and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act"), and applicable rules made thereunder, including the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time ("ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended from time to time ("Listing Regulations"), in accordance with the Reserve Bank of India Act, 1934 and other applicable regulations applicable to Non-Banking Financial Companies (NBFC), and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), the BSE Limited where the equity shares of the Company are listed ("Stock Exchange") and / or any other competent authorities from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such other approvals (including regulatory approval(s), consent(s), permission(s) and sanction(s) as may be necessary or required and such conditions as may be imposed or prescribed while granting such approval(s), consent(s), permission(s) and sanction(s), which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board") which term shall be deemed to mean and include one or more Committee(s) constituted/ to be constituted by the Board to exercise its powers including the powers conferred by this Resolution), the consent and approval of the members of the Company ("Members") be and is hereby accorded to the Board to create, issue, offer and allot on preferential basis 1295635 (Twelve lakh ninety-five thousand six hundred thirty-five) Equity shares of the Company having face value of INR 10/- (Indian Rupees Ten Only) each, at a price of INR 23/- (Indian Rupees Twenty Three Only) including a premium of INR 13/- (Indian Rupees

Thirteen Only) per share, which is not less than the floor price as on the Relevant Date determined in accordance with the provisions of Chapter V of the ICDR Regulations to Promoters and Non Promoters/Public shareholders aggregating to INR 2,97,99,605/- (Indian Rupees Two crore ninety-seven lakh ninety-nine thousand six hundred five Only), for cash consideration on preferential basis on such terms and conditions as may be determined by the Board in accordance with the Act, ICDR Regulations and other applicable laws.

The details of the Proposed Allottees and the maximum number of Equity Shares of the Company proposed to be allotted in cash consideration are set forth in the below table:

| Sr. No. | Name of Proposed Allottees | Post-Preferential Category (Promoter/Public) | *Maximum No. of Equity Shares to be Allotted |
|---|---|---|---|
| 1. | Agam Gupta HUF | Promoter | 43478 |
| 2. | Agam Gupta | Promoter | 43478 |
| 3. | Anjali Verma | Promoter | 65217 |
| 4. | Kanika Sharma | Promoter | 43478 |
| 5. | Poonam Jain | Promoter | 52173 |
| 6. | Rani Sulochana Bajpai | Promoter | 86956 |
| 7. | Sanyam Jain | Promoter | 56521 |
| 8. | Sanyam Jain HUF | Promoter | 43478 |
| 9. | Sukhmal Chand Gupta | Promoter | 43478 |
| 10. | Vineet Bajpai | Promoter | 86956 |
| 11. | Abdul Suhail | Public | 21739 |
| 12. | Abhishek Jain | Public | 8695 |
| 13. | Aman Sharma | Public | 8695 |
| 14 | Anand Deo Mishra | Public | 4347 |
| 15. | Anushank Lal | Public | 8695 |
| 16. | Apoorv Chaudary | Public | 4347 |
| 17. | Avinash Verma | Public | 21739 |
| 18. | Deeksha Jain | Public | 8695 |
| 19. | Deepak Khurana | Public | 86956 |
| 20. | Dileep Singh Yadav | Public | 8695 |
| 21. | Durgesh Khare | Public | 21739 |
| 22. | Pradeep Singh | Public | 43478 |
| 23. | Neelam Arora | Public | 17391 |
| 24. | Rajesh Verma | Public | 21739 |
| 25. | Rakesh Kumar | Public | 34782 |
| 26. | Ruchi Jain | Public | 30434 |
| 27. | Vasim Mohammad | Public | 8695 |
| 28 | Vivek Rusia | Public | 21739 |
| 29. | Satya Khare | Public | 43478 |
| 30. | Shiksha Tiwari | Public | 43478 |
| 31. | Anshul Gupta | Public | 21739 |
| 32. | Ram Sharma | Public | 43478 |

| Sr. No. | Name of Proposed Allottees | Post-Preferential Category (Promoter/Public) | *Maximum No. of Equity Shares to be Allotted |
|---|---|---|---|
| 33. | Aman Luthra | Public | 8695 |
| 34. | Manoj Kumar Agrawal | Public | 21739 |
| 35. | Praveen Kumar Richhariya | Public | 86956 |
| 36. | Sampreet Kaur | Public | 21739 |
| 37. | Sapna Mishra | Public | 21739 |
| 38. | Shashank Barsaiyan | Public | 21739 |
| 39. | Shefali Asati | Public | 8695 |
| 40. | Neha Sharma | Public | 4347 |
| | **Total** | | **1295635** |

RESOLVED FURTHER THAT pursuant to Regulation 161 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Relevant Date for the purpose of determination of the issue price of the equity shares proposed to be issued on a preferential basis falls on Sunday, 26th July 2026, being the date falling thirty (30) days prior to the date of the annual general meeting proposed to be held for obtaining the approval of the Members of the Company for the said preferential issue. Since the aforesaid Relevant Date falls on a weekend, Friday, 24th July 2026, being the immediately preceding trading day, shall be considered and reckoned as the Relevant Date.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of equity shares to the Promoters and Non- Promoters/Public shareholders under the Preferential Issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

1. The Shares to be issued and allotted shall be fully paid-up at the time of allotment and rank pari-passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting powers, etc.) from the date of allotment thereof and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company;
2. The Equity Shares to be allotted to the Proposed Allottees shall be listed and traded on the Stock Exchange subject to the receipt of necessary regulatory permissions and approvals, as the case may be;
3. The issuer has obtained the Permanent Account Numbers of the proposed allottee;
4. The issue price determined above shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time;
5. The Equity Shares to be allotted shall be locked-in for such period as specified in the provisions of Chapter V of ICDR Regulations and will be listed on the Stock Exchanges subject to receipt of necessary regulatory permissions and approvals.
6. The Equity Shares shall be allotted by the Company to the Proposed Allottee within a period of 15 (Fifteen) days from the date of receipt of Members' approval, provided that, where the issue and allotment of the said Shares is pending on account of pendency of approval from any Regulatory Authority (including, but not limited to the Stock Exchanges and / or Securities and Exchange Board of India) or the Government of India, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of the last of such approvals;
7. The Equity Shares so offered, issued and allotted shall not exceed the number of Equity shares as approved herein above;
8. The issuer is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Stock Exchange where the equity shares of the issuer are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and any circular or notification issued by the Board thereunder.

9. All Equity shares already held by the proposed allottees are in dematerialized form.
10. The Equity Allottee shall make payment of the subscription amount for the Equity Shares from its own bank account into the designated bank account of the Company, and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application;
11. The full preferential allotment consideration shall be payable by the Equity Allottees on or before the date of the allotment of the Equity Shares in accordance with the ICDR;

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable laws, consent of the Members of the Company be and is hereby accorded to record the name and details of the Allottees in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottee through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and ICDR Regulations containing the terms and conditions ("Offer Document"), after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of In-principle approval from the Stock Exchanges, and within the timelines prescribed under applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of the equity shares, subject to the provisions of the Act and the ICDR Regulations, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the Company (including its committee(s) thereof) to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, including without limitation - (i) to vary, modify or alter any of the relevant terms and conditions, attached to the Shares to be allotted to the Proposed Allottee for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the equity shares; (ii) making applications to the Stock Exchanges for obtaining in-principle approvals; (iii) listing of shares; (iv) filing requisite documents with the Ministry of Corporate Affairs and other statutory / regulatory authorities; (v) filing of requisite documents with the depositories; (vi) to resolve and settle any questions and difficulties that may arise in the preferential offer; (vii) issue and allotment of Equity Shares; and (viii) to take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing without being required to seek any further consent or approval of the Members of the Company, and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive.

RESOLVED FURTHER THAT the Board of Directors (including its Committee(s) thereof) and/or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution, for matters connected therewith, or incidental thereto and to settle any questions, difficulties or doubts that may arise in this regard and to represent the Company before any governmental or regulatory authorities, to appoint any professional advisors, bankers, consultants and advocates to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this regard".

**Dated: 28th July, 2026**

**By Order of the Board**
**for Beryl Securities Limited**
Sd/-

**VINEET BAJPAI**

**Managing Director**

**(DIN: 08098068)**

**Registered Office:**

**29, Neer Nagar, Mayank**
**Water Park Road, Bicholi,**
**Indore - 452016 (M.P.)**

## NOTES

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 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 EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.berylsecurities.com. The Notice can also be accessed from the 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. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022. General Circular No. 10/2022 dated 28.12.2022, General circular No. 09/2023 dated 25.09.2023 and General circular No. 09/2024 dated 19.09.2024 and after due examination, it has been decided to allow companies to conduct their AGMs through VC or OAVM till further orders, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 22nd August, 2026 at 09:00 A.M. and ends on 24th August, 2026 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18th August, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

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

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

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

**Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.**

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

| Type of shareholders | Login Method |
|---|---|
| **Individual Shareholders holding securities in Demat mode with CDSL Depository** | • Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.<br>• 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.<br>• If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.<br>• Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| **Individual Shareholders holding securities in demat mode with NSDL Depository** | • If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>• If the user is not registered for IDeAS e-Services, option to register is available at |

| Type of shareholders | Login Method |
|---|---|
| | https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<br>• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting<br>• 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| **Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)** | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period 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. CDSL and NSDL**

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

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   a) For CDSL: 16 digits beneficiary ID,
   b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

| | For Physical shareholders and other than individual shareholders holding shares in Demat. |
|---|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

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

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

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

(viii) Click on the EVSN for the relevant Beryl Securities Limited on which you choose to vote.

(ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

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

(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; berylsecurities@gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

## INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to berylsecurities@gmail.com

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Assistant Vice President, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

**Dated: 28th July, 2026**

**By Order of the Board**
**for Beryl Securities Limited**

Sd/-

**VINEET BAJPAI**

**Managing Director**

**(DIN: 08098068)**

**Registered Office:**
**29, Neer Nagar, Mayank**
**Water Park Road, Bicholi,**
**Indore - 452016 (M.P.)**

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SECRETARIAL STANDARD-2 ON GENERAL MEETINGS AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

## ITEM NO 3

**TO ISSUE, OFFER AND ALLOT EQUITY SHARES ON PREFERENTIAL BASIS TO PROMOTERS AND NON-PROMOTERS/PUBLIC CATEGORY SHAREHOLDERS**

In accordance with the provisions of Sections 23(1)(b), 42, 62(1)(c) and 179 and other applicable provisions of the Companies Act, 2013 (the "Act") and the Rule 13 of Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014, and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, approval of shareholders of the Company by way of Special Resolution is required to issue Equity Shares on a preferential basis to Non-Promoters/ Public Shareholders of the Company ("Proposed Allottees").

It may be noted that;

1. All Existing equity shares of the Company are already made fully paid up as on date;
2. All equity shares, if any held by the proposed allottees in the issuer are in dematerialized form;
3. The shareholding of the Proposed Allottees for Preferential Issue of Equity Shares in the Company is as follows:

| Sr. No. | Name of Proposed Allottees | Pre-Preferential Issue Holding | | | Maximum No. of Equity shares to be allotted | Post Preferential Issue Holding | | |
|---|---|---|---|---|---|---|---|---|
| | | Category (Promoter/ Promoter Group/Public ) | No. of Equity Shares | % of holding | | Category (Promoter / Promoter Group/Public ) | No. of Equity Shares | % of the holding |
| 1. | Agam Gupta HUF | Public | 0 | 0 | 43478 | Promoter | 43478 | 0.71 |
| 2. | Agam Gupta | Promoter | 734563 | 1.51 | 43478 | Promoter | 778041 | 12.66 |
| 3. | Anjali Verma | Public | 0 | 0 | 65217 | Promoter | 65217 | 1.06 |
| 4. | Kanika Sharma | Public | 0 | 0 | 43478 | Promoter | 43478 | 0.71 |
| 5. | Poonam Jain | Public | 0 | 0 | 52173 | Promoter | 52173 | 0.85 |
| 6. | Rani Sulochana Bajpai | Promoter | 39216 | 0. 08 | 86956 | Promoter | 126172 | 2.05 |
| 7. | Sanyam Jain | Promoter | 734563 | 1.51 | 56521 | Promoter | 791084 | 12.87 |
| 8. | Sanyam Jain HUF | Public | 0 | 0 | 43478 | Promoter | 43478 | 0.71 |
| 9. | Sukhmal Chand Gupta | Public | 0 | 0 | 43478 | Promoter | 43478 | 0.71 |
| 10. | Vineet Bajpai | Promoter | 1429911 | 2.95 | 86956 | Promoter | 1516867 | 24.68 |
| 11. | Abdul Suhail | Public | 30 | 6.18 | 21739 | Public | 21769 | 0.35 |
| 12. | Abhishek Jain | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| 13. | Aman Sharma | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| 14 | Anand Deo Mishra | Public | 0 | 0 | 4347 | Public | 4347 | 0.07 |
| 15. | Anushank Lal | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| 16. | Apoorv Chaudary | Public | 963 | 0 | 4347 | Public | 5310 | 0.09 |
| 17. | Avinash Verma | Public | 12001 | 0.02 | 21739 | Public | 33740 | 0.55 |
| 18. | Deeksha Jain | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| 19. | Deepak Khurana | Public | 0 | 0 | 86956 | Public | 86956 | 1.41 |

| Sr. No. | Name of Proposed Allottees | Pre-Preferential Issue Holding | | | Maximum No. of Equity shares to be allotted | Post Preferential Issue Holding | | |
|---|---|---|---|---|---|---|---|---|
| | | Category (Promoter/ Promoter Group/Public ) | No. of Equity Shares | % of holding | | Category (Promoter / Promoter Group/Public ) | No. of Equity Shares | % of the holding |
| **20.** | Dileep Singh Yadav | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| **21.** | Durgesh Khare | Public | 6147 | 0.01 | 21739 | Public | 27886 | 0.45 |
| **22.** | Pradeep Singh | Public | 0 | 0 | 43478 | Public | 43478 | 0.71 |
| **23.** | Neelam Arora | Public | 0 | 0 | 17391 | Public | 17391 | 0.28 |
| **24.** | Rajesh Verma | Public | 0 | 0 | 21739 | Public | 21739 | 0.35 |
| **25.** | Rakesh Kumar | Public | 15812 | 0.03 | 34782 | Public | 50594 | 0.82 |
| **26.** | Ruchi Jain | Public | 0 | 0 | 30434 | Public | 30434 | 0.50 |
| **27.** | Vasim Mohammad | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| **28** | Vivek Rusia | Public | 0 | 0 | 21739 | Public | 21739 | 0.35 |
| **29.** | Satya Khare | Public | 41729 | 0.08 | 43478 | Public | 85207 | 1.39 |
| **30.** | Shiksha Tiwari | Public | 10744 | 0.02 | 43478 | Public | 54222 | 0.88 |
| **31.** | Anshul Gupta | Public | 0 | 0 | 21739 | Public | 21739 | 0.35 |
| **32.** | Ram Sharma | Public | 0 | 0 | 43478 | Public | 43478 | 0.71 |
| **33.** | Aman Luthra | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| **34.** | Manoj Kumar Agrawal | Public | 0 | 0 | 21739 | Public | 21739 | 0.35 |
| **35.** | Praveen Kumar Richhariya | Public | 0 | 0 | 86956 | Public | 86956 | 1.41 |
| **36.** | Sampreet Kaur | Public | 0 | 0 | 21739 | Public | 21739 | 0.35 |
| **37.** | Sapna Mishra | Public | 0 | 0 | 21739 | Public | 21739 | 0.35 |
| **38.** | Shashank Barsaiyan | Public | 5071 | 0.01 | 21739 | Public | 26810 | 0.44 |
| **39.** | Shefali Asati | Public | 0 | 0 | 8695 | Public | 8695 | 0.14 |
| **40.** | Neha Sharma | Public | 0 | 0 | 4347 | Public | 4347 | 0.07 |
| | | | | | | | | |

4. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the SEBI thereunder;
5. The Company has obtained the Permanent Account Numbers of the proposed allottees.
6. The Equity Shares will be issued in Dematerialized form.

In terms of Section 102 of the Act, this Explanatory Statement sets out all the material facts in respect of aforementioned business as required under Section 42 and 62(1)(c) read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and in accordance with Regulation 163 under Part-III of Chapter V of ICDR Regulations are enumerated as under:

**a) Objects of the Preferential Issue**

The Company proposes to raise an amount aggregating to INR 2,97,99,605/- (Indian Rupees Two crore ninety-seven lakh ninety-nine thousand six hundred five Only) through the proposed Preferential Issue. The proceeds of the Preferential Issue shall be utilized towards furtherance of its object as detailed below.

| Particulars | Proposed % age of Fund Utilization | Proposed Amount (in INR) for Fund Utilization |
|---|---|---|
| **Augmentation of capital base for onward lending, both secured and unsecured, to micro, small and medium enterprises and self-employed borrowers** | 75% | 2,23,49,704 |
| **Meeting working capital requirements of the Company i.e. General Corporate Purposes** | 25% | 74,49,901 |
| **Total** | | 2,97,99,605 |

In terms of the BSE Circular No. 20221213-47 dated 13th December, 2022, as amended, the amount specified for the aforementioned Objects may deviate +/- 10% depending upon the future circumstances given that the Objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for utilization of the Issue Proceeds at the discretion of the Board, subject to compliance with applicable laws.

**b) Total/Maximum number of securities to be issued**

Equity Shares1295635 (Twelve lakh ninety-five thousand six hundred thirty-five) Equity Shares of the Company having face value of INR 10/- (Indian Rupees Ten Only) each, at a price of INR 23/- (Indian Rupees Twenty Three Only) including a premium of INR 13/- (Indian Rupees Thirteen Only) per share aggregating up to INR 2,97,99,605/- (Indian Rupees Two crore ninety-seven lakh ninety-nine thousand six hundred five Only) such price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the ICDR Regulations.

**c) Price or Price Band at which the allotment is proposed and the Basis on which the price has been arrived at and justification for the price (including premium, if any)**

Pricing for the proposed issue is arrived in accordance with provisions of Regulation 165 of the SEBI ICDR Regulations, 2018, and the Valuation has been carried out by Mr. Sandeep Agrawal Registered Valuer (IBBI Registration No.: IBBI/RV/06/2020/13344) Valuation Report dated 27 July, 2026 in accordance with provisions of Regulation 165 of SEBI ICDR Regulations.

As the cumulative trading volume on the stock exchanges is less than 10% of the total outstanding shares, the equity shares of BERYL SECURITIES LIMITED are classified as “infrequently traded” in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018. Consequently, Regulation 164 pertaining to pricing of frequently traded shares is not applicable.

Accordingly, multiple valuation approaches were evaluated to determine the fair value of the Company's equity shares. Upon assessment, it was concluded that neither the Market Approach nor the Income Approach has been considered suitable for deriving the fair value of the Company's equity shares. Therefore, the Cost (Asset-Based) Approach has been adopted as the most appropriate valuation methodology under the present circumstances.

Hence, the fair value of each equity share of the Company has been determined at INR20.90 (Rupees Twenty and Paise Ninety Only) per share.

Further, the Board of Directors have decided to issue shares at a price of INR23/- per share including premium of INR13/- per share. The valuation report as received from the registered valuer is also available on the website of the company i.e.www.berylsecurities.com.

A Certificate regarding arriving at Minimum Issue Price in terms of Regulation 164(1) read with of SEBI (ICDR) Regulations, 2018 as amended has been taken from Mr. Akshay Jain at M/s Subhash Chand Jain Anurag & Associates, Statutory Auditors of the Company[Membership No. 447487, FRN-004733C), dated

28.07.2026, confirming the minimum price for the preferential issue as per Chapter V of SEBI (ICDR) Regulations, 2018, which is available at website of the company and will be accessible at link: https://www.berylsecurities.com/stock_exchange

**d) Amount which the company intends to raise by way of such securities;**

**Consideration other than Cash: NA**

Cash Consideration: Rs 2,97,99,605/- (Indian Rupees Two crore ninety-seven lakh ninety-nine thousand s ix hundred five Only) will be the cash consideration in respect of the preferential allotment.

e) **Relevant Date**

In terms of the provisions of Regulation 161 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the Relevant Date for the purpose of determination of the issue price of the equity shares proposed to be issued on a preferential basis falls on Sunday, 26th July 2026, being the date falling thirty (30) days prior to the date of the annual general meeting proposed to be held for obtaining the approval of the Members of the Company for the said preferential issue. Since the aforesaid Relevant Date falls on a weekend, Friday, 24th July 2026, being the immediately preceding trading day, shall be considered and reckoned as the Relevant Date.

f) **The class or classes of persons to whom the allotment is proposed to be made**

The Preferential Issue of equity shares is proposed to be made to the Promoters and Non-Promoters/Public shareholders of the Company.

**g) Intent of the Promoters, directors or key managerial personnel or senior management of the Issuer to subscribe to the offer**

Pursuant to the Preferential Issue, the following persons belonging to the Promoter Category and key managerial personnel intend to subscribe to the Equity Shares, proposed to be allotted:

| S. No. | Name of the Allotee | No of Shares |
|---|---|---|
| 1 | Agam Gupta HUF | 43,478 |
| 2 | Agam Gupta | 43,478 |
| 3 | Anjali Verma | 65,217 |
| 4 | Kanika Sharma | 43,478 |
| 5 | Poonam Jain | 52,173 |
| 6 | Rani Sulochana Bajpai | 86,956 |
| 7 | Sanyam Jain | 56,521 |
| 8 | Sanyam Jain HUF | 43,478 |
| 9 | Sukhmal Chand Gupta | 43,478 |
| 10 | Vineet Bajpai | 86,956 |
| 11 | Neha Sharma | 4347 |

Except the persons specified above, no other Promoter, Director, Key Managerial Personnel or member of the Senior Management of the Issuer intends to subscribe to the Equity Shares proposed to be issued pursuant to the Preferential Issue.

**h) Time frame within which the Preferential Issue shall be completed**

As required under the SEBI ICDR Regulations, the Equity shares shall be allotted by the Company within a maximum period of 15 days from the date of passing of this Resolution, provided that where the allotment of the proposed equity shares is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

**(i) identity of the natural persons who are the Ultimate Beneficial Owners of the Shares proposed to be allotted and/or who ultimately control the proposed allottees**

| S.No. | Name of the Proposed Allottee | Category | Natural persons who are the ultimate beneficial owners | Pre-Preferential Shareholding | Post-Preferential Shareholding | Post preferential shareholding (%) |
|---|---|---|---|---|---|---|
| **1.** | Agam Gupta HUF | Promoter | Agam Gupta | 0 | 43478 | 0.71 |
| **2.** | Sanyam Jain HUF | Promoter | Sanyam Jain | 0 | 43478 | 0.71 |

1. The details of natural persons are given only for the purpose to know natural persons. However, the aforesaid proposed allottee will be beneficial shareholder of the equity shares that may be allotted.
2. Pre-issue shareholding is taken as on 30th June 2026.
3. There shall not be any change in control consequent to the present preferential issue of equity shares.

**j) The name of the proposed allottees along with their percentage of post preferential issue capital that may be held by them and the change in control, if any, in the Company that would occur consequent to the Preferential Issue**

Pursuance to the allotment of equity shares, the below mentioned investors will exercise 5% or more of the voting rights in the company, however the same will not result in change in control of the Company consequent to the completion of the Preferential Issue.

| S. No. | Name of Allottee | Percentage of Post Preferential Issue Capital* |
|---|---|---|
| **1.** | Agam Gupta HUF | 0.71 |
| **2.** | Agam Gupta | 12.66 |
| **3.** | Anjali Verma | 1.06 |
| **4.** | Kanika Sharma | 0.71 |
| **5.** | Poonam Jain | 0.85 |
| **6.** | Rani Sulochana Bajpai | 2.05 |
| **7.** | Sanyam Jain | 12.87 |
| **8.** | Sanyam Jain HUF | 0.71 |
| **9.** | Sukhmal Chand Gupta | 0.71 |
| **10.** | Vineet Bajpai | 24.68 |
| **11.** | Abdul Suhail | 0.35 |
| **12.** | Abhishek Jain | 0.14 |
| **13.** | Aman Sharma | 0.14 |
| **14** | Anand Deo Mishra | 0.07 |
| **15.** | Anushank Lal | 0.14 |
| **16.** | Apoorv Chaudary | 0.09 |
| **17.** | Avinash Verma | 0.55 |
| **18.** | Deeksha Jain | 0.14 |

| S. No. | Name of Allottee | Percentage of Post Preferential Issue Capital* |
|---|---|---|
| 19. | Deepak Khurana | 1.41 |
| 20. | Dileep Singh Yadav | 0.14 |
| 21. | Durgesh Khare | 0.45 |
| 22. | Pradeep Singh | 0.71 |
| 23. | Neelam Arora | 0.28 |
| 24. | Rajesh Verma | 0.35 |
| 25. | Rakesh Kumar | 0.82 |
| 26. | Ruchi Jain | 0.50 |
| 27. | Vasim Mohammad | 0.14 |
| 28 | Vivek Rusia | 0.35 |
| 29. | Satya Khare | 1.39 |
| 30. | Shiksha Tiwari | 0.88 |
| 31. | Anshul Gupta | 0.35 |
| 32. | Ram Sharma | 0.71 |
| 33. | Aman Luthra | 0.14 |
| 34. | Manoj Kumar Agrawal | 0.14 |
| 35. | Praveen Kumar Richhariya | 1.41 |
| 36. | Sampreet Kaur | 0.35 |
| 37. | Sapna Mishra | 0.35 |
| 38. | Shashank Barsaiyan | 0.44 |
| 39. | Shefali Asati | 0.14 |
| 40. | Neha Sharma | 0.07 |

**k) The Current and Proposed Status of the Allottee(s) post Preferential Issue namely, Promoter or Non-Promoter**

| S.No. | Name of Proposed Allottee | Current Status | Proposed Status |
|---|---|---|---|
| 1. | Agam Gupta HUF | Non-Promoter | Promoter |
| 2. | Agam Gupta | Promoter | Promoter |
| 3. | Anjali Verma | Non-Promoter | Promoter |
| 4. | Kanika Sharma | Non-Promoter | Promoter |
| 5. | Poonam Jain | Non-Promoter | Promoter |
| 6. | Rani Sulochana Bajpai | Promoter | Promoter |
| 7. | Sanyam Jain | Promoter | Promoter |
| 8. | Sanyam Jain HUF | Non-Promoter | Promoter |
| 9. | Sukhmal Chand Gupta | Non-Promoter | Promoter |
| 10. | Vineet Bajpai | Promoter | Promoter |
| 11. | Abdul Suhail | Non-Promoter | Non-Promoter |
| 12. | Abhishek Jain | Non-Promoter | Non-Promoter |
| 13. | Aman Sharma | Non-Promoter | Non-Promoter |

| S.No. | Name of Proposed Allottee | Current Status | Proposed Status |
|---|---|---|---|
| 14 | Anand Deo Mishra | Non-Promoter | Non-Promoter |
| 15. | Anushank Lal | Non-Promoter | Non-Promoter |
| 16. | Apoorv Chaudary | Non-Promoter | Non-Promoter |
| 17. | Avinash Verma | Non-Promoter | Non-Promoter |
| 18. | Deeksha Jain | Non-Promoter | Non-Promoter |
| 19. | Deepak Khurana | Non-Promoter | Non-Promoter |
| 20. | Dileep Singh Yadav | Non-Promoter | Non-Promoter |
| 21. | Durgesh Khare | Non-Promoter | Non-Promoter |
| 22. | Pradeep Singh | Non-Promoter | Non-Promoter |
| 23. | Neelam Arora | Non-Promoter | Non-Promoter |
| 24. | Rajesh Verma | Non-Promoter | Non-Promoter |
| 25. | Rakesh Kumar | Non-Promoter | Non-Promoter |
| 26. | Ruchi Jain | Non-Promoter | Non-Promoter |
| 27. | Vasim Mohammad | Non-Promoter | Non-Promoter |
| 28 | Vivek Rusia | Non-Promoter | Non-Promoter |
| 29. | Satya Khare | Non-Promoter | Non-Promoter |
| 30. | Shiksha Tiwari | Non-Promoter | Non-Promoter |
| 31. | Anshul Gupta | Non-Promoter | Non-Promoter |
| 32. | Ram Sharma | Non-Promoter | Non-Promoter |
| 33. | Aman Luthra | Non-Promoter | Non-Promoter |
| 34. | Manoj Kumar Agrawal | Non-Promoter | Non-Promoter |
| 35. | Praveen Kumar Richhariya | Non-Promoter | Non-Promoter |
| 36. | Sampreet Kaur | Non-Promoter | Non-Promoter |
| 37. | Sapna Mishra | Non-Promoter | Non-Promoter |
| 38. | Shashank Barsaiyan | Non-Promoter | Non-Promoter |
| 39. | Shefali Asati | Non-Promoter | Non-Promoter |
| 40. | Neha Sharma | Non-Promoter | Non-Promoter |

l) **Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:** NOT APPLICABLE

m) **Valuation and Justification for the allotment proposed to be made for consideration other than cash**

Valuation is made considering the allotment is proposed to be made for consideration in cash.

n) **Shareholding pattern of the Company before and after the Preferential Issue**

The Details of shareholding of the Promoters and Non-promoters in the Company, prior to and after the proposed Preferential Issue are enclosed as ANNEXURE-A to this Notice.

**o) Undertakings**

(i) The Issuer shall re-compute the price of the securities to be allotted under the Preferential Allotment in terms of the provisions of SEBI ICDR Regulations where it is required to do so.

(ii) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the Equity shares to be allotted under the Preferential Allotment shall continue to be locked-in till the time such amount is paid by the allottees.

(iii) None of the Company, its directors or Promoters has been declared as willful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations.

(iv) None of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations.

(v) The Company is eligible to make the Preferential Issue to its shareholders under Chapter V of the SEBI ICDR Regulations.

(vi) As the Equity Shares have been listed for a period of more than 90 Trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

(vii) The Company is in compliance with the conditions for Continuous Listing of Equity Shares as specified in the listing agreement with the Stock Exchange and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.

**p) Practicing Company Secretary's Certificate**

The certificate in terms of Regulation 163(2) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 from Dipika Kataria, Practicing Company Secretary [Membership No: 8078 COP- 9526) certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations, 2018 shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: https://www.berylsecurities.com/stock_exchange

**q) Particulars of the Preferential Issue including date of passing of Board resolution**

Issue of Equity Shares: The Board of Directors at its meeting held on Tuesday, 28 July, 2026 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance of up to a maximum of Equity Shares: 1295635 (Twelve lakh ninety-five thousand six hundred and thirty-five) at a price of INR 23/- (Indian Rupees Twenty Three Only) per share (including INR 13/- { Indian Rupees Thirteen only} as Premium) ("Issue Price") per share aggregating up to INR 2,97,99,605/- (Indian Rupees Two crore ninety-seven lakh ninety-nine thousand six hundred five Only), for cash consideration on preferential basis on such terms and conditions as may be determined by the Board in accordance with the Act, ICDR Regulations and other applicable laws.

**r) Principal terms of assets charged as securities** - Not applicable.

**s) Material terms of raising such securities**

The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

**t) Lock-in Period**

The equity shares to be issued and allotted to Promoters and Non-Promoters on preferential basis shall be subject to lock-in as provided in the applicable provisions of the Regulation 167 of the SEBI (ICDR) Regulations.

The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval.

**u) Other disclosures**

- During the period from 1st April, 2026 until the date of Notice of this AGM, the Company has not made any issue of equity shares.
- The proposed allottees have confirmed that they have not sold any Equity Shares of the Company during the 90 trading days preceding the Relevant Date. They have also informed that they shall be eligible under SEBI ICDR Regulations to undertake the preferential issue.

In accordance with the provisions of Sections 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the ICDR Regulations, approval of the Members for issue and allotment of the said Equity Shares to the Promoters and the Non-Promoters/Public shareholders is being sought by way of a Special Resolution as set out in the said item no. 1 of the Notice. Issue of the Equity Shares pursuant to the Preferential Issue would be within the Authorized Share Capital of the Company.

The Board of Directors believes that the proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the resolution at Item No.1 of the accompanying Notice for approval by the Members of the Company as a Special Resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise in the passing of this Special Resolution as set out at Item No.1 of this Notice except and to the extent of their shareholding in the Company.

## ANNEXURE A TO THE EXPLANATORY STATEMENT

## SHAREHOLDING PATTERN OF THE COMPANY BEFORE AND AFTER THE PREFERENTIAL ISSUE

| Sr. No | Category | Pre-issue | | Post-issue | |
|---|---|---|---|---|---|
| | | No of shares held | % of share holding | No of shares held | % of share holding |
| **A** | Promoters & Promoter Group Share holding | | | | |
| **1** | Indian | | | | |
| **A** | Individual | 2938253 | 60.59 | 3416510 | 55.60 |
| **B** | Family Trust | 0 | 0 | 0 | 0 |
| **C** | Bodies corporate | 0 | 0 | 0 | 0 |
| **D** | Resident Individual HUF | 0 | 0 | 86956 | 1.41 |
| | Sub-Total (A)(1) | 2938253 | 60.59 | 3503466 | 57.01 |
| **2** | Foreign | | | | |
| **A** | Individual | 0 | 0 | 0 | 0 |
| **B** | Bodies corporate | 0 | 0 | 0 | 0 |
| | Sub-total (A)(2) | 0 | 0 | 0 | 0 |
| | Total Promoters & Promoter Group Holding (A) {(A) (1) +(A) (2)} | 2938253 | 60.59 | 3503466 | 57.01 |
| **B** | Non-Promoters/ Public Share Holding | | | | |

| Sr. No | Category | Pre-issue | | Post-issue | |
|---|---|---|---|---|---|
| | | No of shares held | % of share holding | No of shares held | % of share holding |
| **1** | Institutional investors | 0 | 0 | 0 | 0 |
| | Sub-total (B)(1) | 0 | 0 | 0 | 0 |
| **2** | Central Government/ State Government | 0 | 0 | 0 | 0 |
| | Sub-total (B)(2) | 0 | 0 | 0 | 0 |
| **3** | Non-institution | | | | |
| **A** | Individuals | | | | |
| **i)** | Directors and their relatives (excluding independent directors and nominee directors) | 0 | 0 | 0 | 0 |
| **ii)** | Individual shareholders holding nominal share capital upto INR 2 Lakhs | 1555447 | 32.07 | 1655439 | 26.94 |
| **iii)** | Individual shareholders holding nominal share capital in excess of INR 2 Lakhs | 188104 | 3.88 | 818534 | 13.32 |
| **b.** | NBFCs registered with RBI | 0 | 0 | 0 | 0 |
| **c.** | Any other (specify) | | | | |
| | Bodies Corporate | 162244 | 3.35 | 162244 | 2.64 |
| | Non-Resident Indians | 1503 | 0.03 | 1500 | 0.02 |
| | Resident Indian HUF | 4149 | 0.09 | 4149 | 0.07 |
| | Trusts | 0 | 0 | 0 | 0 |
| | Clearing Member | 0 | 0 | 0 | 0 |
| | Firm | 0 | 0 | 0 | 0 |
| | Sub- Total (B) (3) | 1911447 | 39.41 | 2641869 | 42.99 |
| | Total Public Shareholding (B) | 1911447 | 100 | 2641869 | 42.99 |
| | Total (A) +(B) | 4849700 | 100 | 6145335 | 100 |
| **C** | Shares held by Custodians for ADR and GDR | 0 | 0 | 0 | 0 |
| | Total (A) +(B)+ (C) | 4849700 | 100 | 6145335 | 100 |

**Dated: 28th July, 2026**
**By Order of the Board**
**for Beryl Securities Limited**

**Registered Office:**
**29, Neer Nagar,Mayank**
**Water Park Road, Bicholi,**
**Indore – 452016 (M.P.)**

**Sd/-**
**VINEET BAJPAI**
**Managing Director**
**(DIN: 08098068)**

**Annexure 1**

## DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

**[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard-2 on General Meetings]**

| Name Of the Director | Mr. Anshul Gupta |
|---|---|
| Din | 09356735 |
| Age | 38 |
| Date Of First Appointment | 13/02/2024 |
| Qualifications | LLB |
| Experience | 11 Years of experience |
| Other Directorships [*] | NA |
| Other Committee [**] | NA |

**Note:**

*Other directorships do not include alternate directorships, directorships of private limited companies, Section 8 companies of New Companies Act, 2013 and of companies incorporated outside India and Beryl Securities Limited.

**This includes membership / chairmanship of Audit Committee and Shareholders Grievances Committee only.

**Dated: 28th July, 2026**

**By Order of the Board**

**for Beryl Securities Limited**

**Registered Office:**

**29, Neer Nagar,Mayank**

**Water Park Road, Bicholi,**

**Indore – 452016 (M.P.)**

**Sd/-**

**VINEET BAJPAI**

**Managing Director**

**(DIN: 08098068)**