NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 20th Annual General Meeting of the members of TijariaPolypipes Limited will be held on Friday, August 7th 2026 at 11:30 AM at the Registered Address of the Company atSP-1, 2316 RIICO INDUSTRIAL AREA, RAMCHANDRAPURA SITAPURA EXTN, Sitapura Industrial Area, Jaipur, Rajasthan, India, 302022 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2026together with the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. Praveen Jain Tijaria, (DIN: 00115002), who is liable to retire by rotation and being eligible, offers himself for re-appointment.

3. To approve the appointment of M/s Pramod & Associates, chartered accountant, as the statutory auditor of the company.

To consider and, if thought fit, to pass with or without modification the following resolution as aordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (includingany statutory modification(s), amendment(s) thereto or re-enactment(s) thereof for the time being in force)and based on the recommendation of the Audit Committee, the Members be and is hereby consider, review and approve the appointment of M/s Pramod & Associates, Chartered Accountant (FRN no. **001557C**), as the Statutory Auditors of the Company to fill upthe casual vacancy due to resignation of M/s Amit Ramakant& co., and to hold office till theconclusion of the ensuing Annual General Meeting, at an annual remuneration agreed mutually excludingapplicable taxes and out of pocket expenses, if any, for the purpose of audit of the Company's accounts,limited review report and any other certifications for FY 2026-2027.Further, the Board of Directors beand are hereby authorized to alter and vary the terms and conditions of Statutory Auditor's appointmentincluding but not limited to any revision in the remuneration to such extent as may be mutually agreed withthe Statutory Auditors."

"**RESOLVED FURTHER THAT** Any Director or Company Secretary be and are hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolution, including but not limited to filing of necessary forms with the Registrar ofCompanies and to comply with all other requirements in this regard."

SPECIAL BUSINESS

4. To consider and approve appointment of Ms. Vishakha Saini (DIN:11800700) asan non -executive independent director of the company.

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of theSEBI (listing obligation and disclosure requirement)regulation 2015 ("SEBI listing regulations ")as amended and the articles of association of the company and on the basis of approval of nomination and remuneration committee and the board of directors , Ms. Vishakha Saini (DIN:11800700)who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, and regulation 16(1) 9b) of the SEBI listing regulations and who is eligible, for appointment, and in respect of whom the Company has received a notice in writing under Section 160 of the Act have been received in the prescribed manner, be and is hereby appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (Five) consecutive years with effect from August 7TH 2026 to August 6TH, 2031."

"RESOLVED FURTHER THAT any one of the Directors of the company be and are hereby jointly or severally authorised to sign and submit e-forms and all relevant documents, in respect of aforesaid appointment with the Registrar of Companies and to do all such acts, deeds and things as may be necessary or expedient in their entire discretion, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

5. To consider and approve Related Party Transactions.

To consider and, if thought fit, to pass the following resolution as a **SpecialResolution**:

"**RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and in accordance with Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with relevant rules there under (including any statutory modification(s), amendment(s), clarification(s), substitution(s), or re-enactment(s) thereof for the time being in force), and the Company's Policy on Related Party Transactions, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board or officer(s) authorized by the Board), to enter into contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with one or more related parties, as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, as detailed in the explanatory statement annexed to the notice, on such terms and conditions as may be mutually agreed, provided such transactions are in the ordinary course of business and at arm's length basis."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions, determine the method and mode of execution, and enter into all necessary agreements, documents, applications and writings in this regard, and to do all acts, deeds, matters and things as may be necessary, desirable or expedient in connection with or incidental to giving effect to the above resolution, including obtaining approvals from regulatory/governmental authorities as applicable, without requiring any further approval or consent of the Members.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or to any Director(s), Officer(s), or Authorized Representative(s) of the Company, to do all such acts, deeds, matters and things, as may be necessary or expedient, to give effect to this resolution."

"RESOLVED FURTHER THAT all actions taken by the Board or any of its delegated authorities in this regard be and are hereby approved, ratified and confirmed in all respects."

"RESOLVED FURTHER THAT any Director and/or Key Managerial Personnel of the Company be and are hereby severally authorized to take such steps, execute such documents, and make such filings, including with the Ministry of Corporate Affairs and/or any other authority, as may be required to give effect to this resolution and to resolve any questions, difficulties, or doubts that may arise in connection therewith, without being required to seek any further consent or approval of the

Members of the Company, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

By Order of the Board of Directors
For TijariaPolypipes Limited

Date: 9th July 2026
Place: Jaipur

Alok Jain Tijaria
(Managing Director)
(DIN NO.-00114937)

NOTES:

The Explanatory Statement pursuant to sub-section (1) of Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto and forms part of the Notice.

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting power. A member holding more than 10% of the total share capital of the company may appoint single person as proxy and such person shall not act as a proxy for any other shareholder. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

Members and Proxies attending the Meeting should bring the attendance slip duly filled in for attending the Meeting. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification for attendance at the Meeting.

2. Members are informed that in case of joint holders attending the meeting, only such Joint holder who is higher in the order of the names will be entitled to vote.

3. The Register of Members and Share Transfer Books of the Company shall remain closed from Friday, July31st 2026to Friday, August 7th2026(both days inclusive) for the purpose of this Annual General Meeting.

4. M/s MUFG Intime India Private Limitedis the Registrar and Share Transfer Agent (RTA) for Physical Shares and is also the depository interface of the company with both CDSL and NSDL.

5. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, nominations, change of address, change of name and e-mail address, etc., to their Depository Participant. This will help the Company and the Company's Registrar and Transfer Agent, M/s MUFG Intime India Private Limitedto provide efficient and prompt services. Members holding shares in physical form are requested to intimate such changes to Registrar. Non-resident Indian members are requested to inform the settlement and the particulars of NRE/NRO account with a bank in India, if not furnished earlier. Company or its RTA or to the concerned DP's, the change in the residential status on return to India for permanent.

6. Members may now avail the facility of nomination by nominating, in the prescribed form, a person to whom their shares in the Company shall vest in the event of their death. Interested Members may write to the Registrars and Share Transfer Agents for the prescribed form.

7. The documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during working hours between 10:00 a.m. to 5:00 p.m. except on holidays.

8. Queries on accounts and operations may please be sent to the Company 7 days in advance of the 20thAnnual General Meeting so that the answers may be made available at the meeting.

9. The Ministry of Corporate Affairs (MCA) vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively has taken a 'Green Initiative in Corporate Governance' and allowed Companies to send communication to the shareholders through electronic mode. Members are requested to support this Green Initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialized form with

their respective Depository Participants and in respect of shares held in physical form with the Company or its Transfer Agent.

10. Electronic copy of the Notice of the 20th Annual General Meeting of the Company indicating, inter alia, the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participant(s)/RTA for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 20thAnnual General Meeting of the Company indicating, inter alia, the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

11. Members may also note that the Notice of the 20th Annual General Meeting and the Annual Report for the year 2025-2026 will also be available on the Company's website www.tijaria-pipes.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Jaipur for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by permitted mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: investors@tijaria-pipes.com

12. Voting through Electronic means:
Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The instructions for members for e-voting are as under:
The remote e-voting period begins on Tuesday, August 4th2026, at 10.00 A.M. and ends on Thursday, August 6th, 2026 at05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, July31st 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, Friday, July31st 2026.

<u>How do I vote electronically using NSDL e-Voting system?</u>

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

<u>Step 1: Access to NSDL e-Voting system</u>

<u>A) Login method for e-Voting for Individual shareholders holding securities in demat mode</u>

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 Demataccount maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL**and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'**section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL**and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. 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 digitdemat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL**and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.comand click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

B) Login Method for e-Voting 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?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is

	12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

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

   c) How to retrieve your 'initial password'?

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

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

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

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

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

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

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

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to vinodnaredi@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Kartik Sharma at evoting@nsdl.com.

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

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

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

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

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their Demat account in order to access e-Voting facility.

Explanatory Statement pursuant to Section 102(2) of the Companies Act, 2013

4. To consider and approve appointment of Ms. Vishakhasaini (DIN: 11800700)as Non Executive, independent director of the company.

The Board of Directors of the Company had considered to appoint Ms. Vishakha Saini (DIN: 11800700) asa Non-Executive Independent Director. The Company has received fromMs.Vishakha Saini (DIN:11800700)a consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms ofCompanies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is notdisqualified under sub-section 2 of Section 164 of the Companies Act, 2013.

Further, the provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors have come into force with effect from April 1, 2014, which requires every PublicCompany fulfilling the prescribed criteria as laid down in Rule 4 of Companies (Appointment andQualification of Directors) Rules, 2014 to appoint an Independent Director on its Board, and theIndependent Director shall not be included in the total number of directors for retirement by rotation.

Accordingly, in terms of provisions of Sections 149, 150, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Board of Directors ofthe Company had appointed (subject to the approval of the members at the ensuing General Meeting),Ms.Vishakha Saini (DIN: 11800700) as an Independent Director of the Company within the meaning ofSection 2(47) read with Section 149(6) of the Companies Act, 2013 for a term of 5 consecutive yearscommencing from 7thAugust 2026.

The Nomination and Remuneration Committee ('NRC") oversees the succession planning for the Board of Directors ('Board') of the Company and towards this, it has adopted a methodical, meritocratic, fair andtransparent process to ensure that it recommends the right candidate(s) to serve on the Board. The NRChad previously finalized the desired attributes for the selection of the Independent Director(s). Basis those attributes, the NRC reviewed the profiles of suitable prospects and concluded to invite selected candidate(s) for an open and a candid conversation. Post conversations with the prospective candidates,NRC was impressed with the credentials and profile of Ms. Vishakhasaini (DIN: 11800700) and he wasidentified as the most suitable candidate to be inducted as an Independent Director on the Board of theCompany.

On the basis of recommendations of the NRC, the Board of the Company, in terms of Section 161 of the Companies Act, 2013 ('Act'), considered to appoint Ms. Vishakhasaini (DIN: 11800700) as a Non-Executive, Independent Director on the Board of the Company effective 7thAugust 2026. Further, basis on recommendations of the NRC and subjectto the approval of the Members, the Board, in accordance withthe provisions of Section 149 read with Schedule IV to the Act, and Regulation 16 of the SEBI ListingRegulations, appointed Ms. Vishakhasaini (DIN: 11800700) as an Independent Director of the Company,not liable to retire by rotation, for a term of 5 (five) years commencing from August 7TH 2026 to August 6TH , 2031 (both days inclusive).

The Board noted that Ms. Vishakhasaini (DIN: 11800700) 's skills, background and experience are aligned to the role and capabilities identified by the NRC and that Ms. Vishakhasaini (DIN: 11800700) is eligibleforappointment as an Independent Director. The brief profile of Ms. Vishakhasaini (DIN: 11800700) hasbeen given in Annexure- "A". The Board was satisfied that the appointment of Ms. Vishakhasaini (DIN: 11800700) with his background and experience, adds significant value and strength in the areas ofmanagement. The Board was further satisfied with Ms. Vishakhasaini (DIN: 11800700)'s leadershipcapability in providing guidance to the Board and the Management in shaping a strong R&D.

The Company has also received from Ms. Vishakhasaini (DIN: 11800700) (i) consent in writing to act asDirector in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (i) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification ofDirectors) Rules, 2014, to the effect that he is not disqualified under Section 164(1) and 164(2) of theAct, (iii) a declaration to the effect that he meets the criteria of independence as provided under Section149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations,and (iv) declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 and NSECircular No. NSE/CML/2018/24 dated June 20, 2018, that he has not been debarred from holding officeof a Director by virtue of any Order passed by the Securities and Exchange Board of India or any othersuch authority.

The Board recommends the resolution set out at Item No. 4 of the Notice for approval of the members asa Special Resolution

None of the Directors and Key Managerial Personnel of the company except the appointee Director, ortheir relative, is interested in the respective Resolution.

5. Approval of Related Party Transactions

Pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), material related party transactions require approval of the shareholders through Special resolution.

'Material Transaction' for this purpose means, transaction(s) entered/to be entered into individually or taken together with previous transactions during a financial year, exceeds 1,000 crore or 10% of the annual consolidated turnover of the listed entity as per its last audited financial statements, whichever is lower and such approval is valid from the date of the AGM until the date of AGM to held in the next year.

The Board of Directors, upon the recommendation of the Audit Committee, in their meeting held on 09TH Day of July,2026, has approved entering into transactions with various related parties, including Promoters, Promoter Group entities, Group Companies, and Key Managerial Personnel (KMPs), for the financial year 2026–27. These transactions include the receipt and payment of unsecured loans; sales and purchase transactions; commission and rental services (both received and paid); and remuneration to KMPs & any other transaction covered under this Section / Regulations. The total estimated value of all such related party transactions is as follows:

Pursuant to Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, as amended till date and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021 and SEBI/HO/CFD/PoD2/ CIR/P/2023/120 dated 11th July, 2023; particulars of the proposed transactions are as follows:

S.NO.	Description / Particulars	Details / Remarks
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	* as detailed in Table A below
2.	Type, material terms and particulars of proposed transaction	* as detailed in Table A below
3.	Tenure of the proposed transaction	The aforementioned proposal, if approved by the Members shall be valid from the 20th AGM until the 21th AGM to be held in the Calendar Year 2027.
4.	Value of Transaction	* as detailed in Table A below
5.	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	As the Company's annual consolidated turnover for the immediately preceding financial year was 22.29 Lacs, (which is shown in Profit & Loss as other Income) The Company is not in the production during the FY 2025-2026 due to Companies Bank Account has been marked as "NPA" by Bank & Company has not sufficient funds to operated its Business, So it cannot be expressed as a percentage of turnover. Accordingly, the transaction is considered material and is subject to the approval of shareholders pursuant to Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6.	If the transaction relates to any loans, inter- corporate deposits, advances or investments made or given by the Company or its subsidiary i. Details of the source of funds in connection with the	N.A The Present transaction of the Company regarding to any loans, inter- corporate deposits, advances

	proposed transaction ii.Whether any financial indebtedness is incurred to make or give loans inter corporate deposits, advances or investments, nature of indebtedness, cost of funds, tenure etc. iii.Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv.The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	or investments made or given by the Company or its subsidiary is not reflecting in the Financial Statement 2025-2026. So if these transactions appeared in the Coming Financial Years, than it will be considered by Audit Committee & Board of Directors separately.
7.	Justification for why the proposed transaction is in the interest of the Company	The proposed transactions with related parties, including unsecured loans, sales and purchasetransactions, commissions,rentarrangements,and remuneration to Key Managerial Personnel, are in the ordinary course of business and conducted on an arm's length basis. These transactions are essential for maintaining operational flexibility, ensuring adequate working capital support, leveraging synergies within the group, and utilizing shared infrastructure and human resources efficiently. Such arrangements facilitate business continuity, cost optimization, and financial stability, which ultimately contribute to the overall growth, profitability, and long-term interest of the Company. The Board believes that entering into these transactions will help the Company strengthen its business relationships and align strategic objectives, without compromising transparency or governance standards.
8.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	The Counter party includes promoter and promoter Groups and group entities Only. as detailed in Table A below.

9.	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business
10.	A summary of the information provided to the Audit Committee	The above information was presented to the Audit Committee

*** TABLE A**

Related Party Name	**Relationship with the Company**	**Nature of Transaction**	**Estimated Annual Value (Rs. Crores)**	**Period Covered**	**Percentage of the counter-party's annual consolidated turnover**
ALOK JAIN TIJARIA	PROMOTER ANDPromoter Group	Unsecured Loans (Receipt & Payment)	25.00	2026-27	Not Applicable
PRAVEEN JAIN TIJARIA	PROMOTER ANDPromoter Group	Unsecured Loans (Receipt & Payment)	25.00	2026-27	Not Applicable
VIKAS JAIN TIJARIA	PROMOTER ANDPromoter Group	Unsecured Loans (Receipt & Payment)	25.00	2026-27	Not Applicable
VINEET JAIN TIJARIA	PROMOTER ANDPromoter Group	Unsecured Loans (Receipt & Payment)	25.00	2026-27	Not Applicable
ANU JAIN TIJARIA	PROMOTER ANDPromoter Group	Unsecured Loans (Receipt & Payment)	5.00	2026-27	Not Applicable
SONAL JAIN TIJARIA	PROMOTER ANDPromoter Group	Unsecured Loans (Receipt & Payment)	5.00	2026-27	Not Applicable
REEMA JAIN TIJARIA	PROMOTER ANDPromoter Group	Unsecured Loans (Receipt & Payment)	5.00	2026-27	Not Applicable
TIJARIA VINYL PRIVATE LIMITED	PROMOTER ANDPromoter Group	Sales Transaction, Purchase Transaction, Commission and others Rent Service (Received and Paid) Unsecured Loans (Receipt & Payment)	25.00	2026-27	The percentage of the counter-party's annual consolidated turnover is not

					computable, as the counter-party reported NIL turnover during the reporting period
TIJARIA INDUSTRIES LIMITED	PROMOTER ANDPromoter Group	Sales Transaction, Purchase Transaction,Commission and others Rent Service (Received and Paid) Unsecured Loans (Receipt & Payment)	25.00	2026-27	The percentage of the counter-party's annual consolidated turnover is not computable, as the counter-party reported NIL turnover during the reporting period
TIJARIA LED INDUSTRIES	GROUP COMPANY	Sales Transaction, Purchase Transaction, Commission and others Rent Service (Received and Paid) Unsecured Loans (Receipt & Payment)	5.00	2026-27	130%
OLIRIA FOODS AND BEVERAGES LIMITED	GROUP COMPANY	Sales Transaction, Purchase Transaction,Commission and others Rent Service (Received and Paid) Unsecured Loans (Receipt & Payment)	25.00	2026-27	625%
KMPs	KMPs	Remuneration	0.20	2026-27	Not Applicable

Members are kindly informed that, the Audit Committee and the Board of Directors at their respective meetings held on **9th July, 2026 and 9th July, 2026**approved & recommended the aforementioned proposal for approval of Members by way of a **Special Resolution**. The validity of the aforementioned proposal, if approved by the Members, shall be from the date of this AGM till the AGM to be held in the Calendar Year 2027.

The aggregate value of these transactions exceeds 10% of the annual consolidated turnover of the Company as per its latest audited financial statements. Therefore, in accordance with Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the proposed transactions are categorized as material related party transactions and are required to be approved by the shareholders through an**Special Resolution**.

The Board is of the view that these transactions are in the best interest of the Company as they are conducted in the ordinary course of business and on an arm's length basis, thereby contributing to the efficient operation and financial performance of the Company.

Accordingly, consent of the Members is sought for passing the **Special Resolution** as set out in the Notice, for the approval of material related party transactions.

None of the Directors, Key Managerial Personnel, or their relatives, except those who are interested as mentioned above, are concerned or interested in the resolution.

By Order of the Board of Directors
For TijariaPolypipes Limited

Date: 09.07.2026
Place: Jaipur

S/D
Alok Jain Tijaria
(Managing Director)
(DIN NO.-00114937)

Annexure-1

Annexure on Directors liable to retire by rotation and seeking re-appointment Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be re-appointed

Name of Directors	Mr. Praveen Jain Tijaria
Date of Birth	07.07.1971
Age	55
Date of First Appointment	17.07.2006
Expertise in specific functional area	Production
Qualifications	Post-Graduate
Details of shares held in the company	3800
Directorship held in other Listed companies (As on March 31, 2026)	NIL
Chairman/Member of the Committees of other Companies on which he is a Director as on 31.03.2026	NIL
Number of Board Meetings attended during the year 2025-26	6(Six) out of 6(Six)
Relationship with other directors	Alok Jain Tijaria, Vikas Jain Tijaria, and Vineet Jain Tijaria are brothers

Annexure on seeking appointment as Annexure A

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be appointed

Name of Director	**Ms. Vishakha Saini**
Date of Birth	13/11/2001
Age	24
Date of first Appointment	09/07/2026
Expertise in Specific functional area	strategic planning, and financial restructuring across various industries
Qualifications	Graduate
Details of share held in the company	NIL
Directorship held on other listed Companies (as on July 9th 2026)	NIL
Chairman/Member of the committees of other companies on which he is a director (as on July 9th 2026)	NIL
Number of Board meeting attended during the year 2025-2026	NIL
Relationship with other Directors	NIL