

**KORE FOODS LIMITED**

**Registered Office: Vision House, Tivim Industrial Estate, Mapusa, Goa 403 526**

**Tel: (0832) 6650705, CIN: L33208GA1983PLC000520**

**Email: [companysecretary@korefoods.in](mailto:companysecretary@korefoods.in) Website: [www.korefoods.in](http://www.korefoods.in)**

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**NOTICE IS HEREBY GIVEN THAT AN 01/2025-26 EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF KORE FOODS LIMITED WILL BE HELD ON MONDAY, 23 JUNE, 2025 AT 09.30 A.M (IST) AT VISION HOUSE, TIVIM INDUSTRIAL ESTATE, MAPUSA, GOA, INDIA TO TRANSACT THE FOLLOWING SPECIAL BUSINESS(ES):**

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**1. TO APPROVE THE APPOINTMENT OF MR. SACHIN R RANE (DIN: 00824947) AS A DIRECTOR OF THE COMPANY**

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

**“RESOLVED THAT** based on the recommendation of Nomination and Remuneration Committee and Board of Directors, pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Mr. Sachin R Rane (DIN: 00824947), who was appointed as an Additional Director with effect from March 26, 2025, in terms of Section 161 of the Act and whose term of Office shall expire at the conclusion of ensuing General Meeting of the Company and in respect of whom the Company had received a notice in writing from a shareholder proposing his candidature for the office of the Director pursuant to Section 160 of the Act, be and is hereby appointed as a Director (Non-Executive Non Independent) of the Company and his appointment as such shall be liable to retire by rotation;

**RESOLVED FURTHER THAT** Directors of the Company be and are hereby severally authorised to digitally sign and file the requisite application(s) / intimation (s) / statutory e-forms with the regulatory authorities / Registrar of Companies notifying his appointment on the Board and take all other actions and to do all such acts, deeds, matters and things, as may be required from time to time in this regard, including making appropriate entries in the statutory registers maintained by the Company.”

**2. TO APPROVE THE APPOINTMENT OF MS. SAKSHI JALAN (DIN: 08719425) AS A DIRECTOR OF THE COMPANY**

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

**“RESOLVED THAT** based on the recommendation of Nomination and Remuneration Committee and Board of Directors, pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Ms. Sakshi Jalan (DIN: 08719425), who was appointed as an Additional Director with effect from March 26, 2025, in terms of Section 161 of the Act and whose term of Office shall expire at the conclusion of ensuing General Meeting of the Company and in respect of whom the Company had received a notice in writing from a shareholder proposing his candidature for the office of the Director pursuant to Section 160 of the Act, be and is hereby appointed as a Director (Non-

Executive Non Independent) of the Company and her appointment as such shall be liable to retire by rotation;

**RESOLVED FURTHER THAT** Directors of the Company be and are hereby severally authorised to digitally sign and file the requisite application(s) / intimation (s) / statutory e-forms with the regulatory authorities / Registrar of Companies notifying his appointment on the Board and take all other actions and to do all such acts, deeds, matters and things, as may be required from time to time in this regard, including making appropriate entries in the statutory registers maintained by the Company.”

**3. TO APPROVE THE APPOINTMENT OF MR. MANZOOR UL HAQUE BUTT (DIN: 01202847) AS A DIRECTOR OF THE COMPANY**

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

**“RESOLVED THAT** based on the recommendation of Nomination and Remuneration Committee and Board of Directors, pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force), the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Mr. Manzoor Ul Haque Butt (DIN: 01202847), who was appointed as an Additional Director with effect from March 26, 2025, in terms of Section 161 of the Act and whose term of Office shall expire at the conclusion of ensuing General Meeting of the Company and in respect of whom the Company had received a notice in writing from a shareholder proposing his candidature for the office of the Director pursuant to Section 160 of the Act, be and is hereby appointed as a Director (Executive) of the Company and his appointment as such shall be liable to retire by rotation;

**RESOLVED FURTHER THAT** Directors of the Company be and are hereby severally authorised to digitally sign and file the requisite application(s) / intimation (s) / statutory e-forms with the regulatory authorities / Registrar of Companies notifying his appointment on the Board and take all other actions and to do all such acts, deeds, matters and things, as may be required from time to time in this regard, including making appropriate entries in the statutory registers maintained by the Company.”

**4. TO APPROVE THE APPOINTMENT OF MR. MANZOOR UL HAQUE BUTT (DIN: 01202847) AS MANAGING DIRECTOR OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 (the Act), if any, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) as amended, and Articles of Association of the Company, approval of the members be and is hereby accorded to the appointment of Mr. Manzoor Ul Haque Butt, (DIN: 01202847) as the Managing Director of the Company, for a period of 2 years commencing from April 01, 2025, not liable to retire by rotation, on the remuneration, terms and conditions as set out in the explanatory statement annexed to the Notice, as minimum remuneration in the event of absence of profits and / or inadequacy of profits or otherwise, notwithstanding that such remuneration may exceed the limits specified under Section 197 read with Schedule V of the Act;

**RESOLVED FURTHER THAT** the Board of Directors (hereinafter referred to as the Board or Nomination and Remuneration Committee of the Board) be and is hereby authorized to alter or vary the scope of appointment and / or remuneration of Mr. Manzoor Ul Haque Butt, including the monetary value thereof, to the extent recommended by the Nomination and Remuneration Committee from time to time, as may be considered appropriate, subject to the overall limits specified by this resolution and the Act and Listing Regulations;

**RESOLVED FURTHER THAT** Directors of the Company be and are hereby severally authorised to digitally sign and file the requisite application(s) / intimation (s) / statutory e-forms with the regulatory authorities / Registrar of Companies notifying his appointment on the Board and take all other actions and to do all such acts, deeds, matters and things, as may be required from time to time in this regard, including making appropriate entries in the statutory registers maintained by the Company.”

#### **5. TO APPROVE SHIFTING OF REGISTERED OFFICE OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to the provisions of Section 12 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for shifting the Registered Office of the Company from Vision House, TIVM Industrial Estate, Mapusa, Goa, 403526 to H. No: 575/1C/G-1 Cujira, Santa Cruz, North Goa, Panjim- 403005;

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board which may have been constituted or hereinafter constitute to exercise the powers conferred on the Board by this resolution) be and is hereby authorized to take such steps as may be necessary and generally to do all acts, deeds, matters and things as may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

#### **6. TO GRANT AUTHORITY FOR CREATION OF SECURITY ON THE PROPERTY OF THE COMPANY UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force) in accordance with the Articles of Association of the Company and subject to such other approvals, consents, sanctions and permissions, as may be necessary, consent of the Members of the Company be and is hereby accorded to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favor of banks, financial institutions, investors and any other lenders or debenture trustees to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed Rs. 100 Crores (Rupees One Hundred Crores Only) at any point of time;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Directors of the Company be and are hereby severally authorized to finalize, settle and execute such documents /

deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as they may think in their absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered to be in the best interest of the Company.”

**7. TO GRANT AUTHORITY TO BORROW FUNDS IN EXCESS OF LIMITS PRESCRIBED UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force) , in accordance with the Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors to borrow any sum(s) of money, from time to time, including by way of issuance of debentures / bonds or such other form, at their discretion from bank(s), financial institution(s), any other lending institution(s) or any other person(s) on such security and on such terms and conditions as may be considered suitable by the Board of Directors up to a limit not exceeding an aggregate of Rs. 100 Crores (Rupees One Hundred Crores Only), notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business), may exceed, at any time, the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Directors of the Company be and are hereby severally authorized to finalize, settle and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as they may think in their absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered to be in the best interest of the Company.”

**8. TO GRANT AUTHORITY TO GRANT LOANS OR INVEST FUNDS OF THE COMPANY IN EXCESS OF THE LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013 (the Act) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force) and provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, consents, sanctions and permissions as may be required in that behalf, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to:

- i. give any loan to any person or other body corporate;
- ii. give any guarantee or provide security in connection with a loan to any other body corporate or person; and
- iii. acquire by way of subscription, purchase or otherwise, the securities of any other body corporate.

as it may in its absolute discretion deem beneficial and in the interest of the Company, subject to however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or

provided by the Company, from time to time, in future, shall not exceed a sum of Rs.100 Crores (Rupees One Hundred Crores Only) or the limit prescribed under Section 186 of the Act (i.e. higher of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company), whichever is more;

**RESOLVED FURTHER THAT** the Board or any Person(s) authorised by the Board, be and are hereby authorised to negotiate and finalise the terms and conditions of the aforesaid investments, loan(s) guarantee(s) and security(s) as they deem fit and in the best interest of the Company and take all such steps as may be necessary to give effect to the resolution;

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to finalize, settle and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company.”

**9. TO APPROVE THE CHANGE OF NAME OF THE COMPANY AND CONSEQUENT ALTERATION IN THE MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to the provisions of Section(s) 4, 5, 13, 14, 15 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act), read with the Rules made thereunder (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and any other applicable law(s), regulation(s), rule(s) or guideline(s) and the provisions of the Memorandum of Association and the Articles of Association of the Company and subject to the approval of Central Government (powers delegated to Registrar of Companies (ROC) and other regulatory authorities, as may be applicable, consent of the members of the Company be and is hereby accorded to change the name of the Company from “Kore Foods Limited” to “Team24 Consumer Products Limited” from the date of issuance of a Fresh Certificate of Incorporation in favor of the Company by the Registrar of Companies and consequently change the name of the Company wherever appearing in the Memorandum and Articles of Association of the Company;

**RESOLVED FURTHER THAT** the existing Name Clause of the Memorandum of Association of the Company be altered and substituted with the following clause:

*“1. The name of the Company is **Team24 Consumer Products Limited**.”*

**RESOLVED FURTHER THAT** in accordance with the Section 14 of the Companies Act, 2013, the Articles of Association of the Company be altered by deleting the existing name of the Company wherever appearing and substituting it with the new name of the Company;

**RESOLVED FURTHER THAT** the name “Kore Foods Limited” wherever appearing in any of the documents / records of the Company be substituted by the new name “Team24 Consumer Products Limited” in accordance with the provisions of applicable laws;

**RESOLVED FURTHER THAT** the Board of Directors , Managing Director, Chief Financial Officer and Company Secretary of the Company be and are hereby severally authorized to file all the necessary forms and / or returns and make an application to the ROC and / or to Central Government, stock exchanges and / or any other statutory authorities, to act, represent and / or

appear before any statutory authorities for and on behalf of the Company, to delegate all or any of the aforesaid powers in favor of any person(s) / official(s) etc., to settle any question, doubt or difficulty which may arise in this regard and to do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give effect to this Resolution.”

**Registered Office:**

VISION HOUSE, TIVIM  
INDUSTRIAL ESTATE,  
MAPUSA, GOA, INDIA,  
403526

Date: May 30, 2025

Place: Tivim, Mapusa, Goa

E-mail: [companysecretary@korefoods.in](mailto:companysecretary@korefoods.in)

Website: [www.korefoods.in](http://www.korefoods.in)

**By Order of the Board of Directors  
For KORE FOODS LIMITED**

**Sd/-**

**MANZOOR UL HAQUE BUTT  
Managing Director  
(DIN: 01202847)**

## **NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) setting out material facts concerning the business under Item Nos. 1 to 8 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are also annexed.
2. In accordance with the circulars issued by MCA, notice of the EGM is being sent only through electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).
3. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy and such proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting. A person shall not act as a proxy for than 50 members and holding in the aggregate not more than ten percent of the total voting share capital of the company. however, a single person may act as proxy for a member holding more than ten percent of the total voting share capital of the company provided that such person shall not act as a proxy for any other person.
4. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Corporate Members intending to send their authorized representatives are requested to send a duly certified Authorization Letter/ Board Resolution/ relevant documents authorizing the representatives to attend and vote at the General Meeting.
6. Members/Proxies attending the meeting are requested to send the Attendance Slip (duly completed) before the Meeting.
7. Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by the members at the Registered office of the Company on all working days, during business hours up to the date of the meeting.

## **THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING/E-VOTING.**

The remote e-voting period begins on Friday, June 20, 2025 at 09:00 A.M. and ends on Sunday, June 22, 2025 at 05:00 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, May 23, 2025, 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, being Monday, June 16, 2025.

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

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

#### **Step 1: Access to NSDL e-Voting system**


##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>



	
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>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.</p>

**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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or 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 use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 Mr. Aditya Agrawal at [partner@cs-ama.com](mailto:partner@cs-ama.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on [www.evoting.nsdl.com](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to at [evoting@nsdl.com](mailto: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 attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [companysecretary@korefoods.in](mailto:companysecretary@korefoods.in)
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 [companysecretary@korefoods.in](mailto:companysecretary@korefoods.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

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### **ITEM NO. 1:**

In accordance with the provisions of Sections 152, 161 of the Companies Act, 2013 read with applicable rules made thereunder, Articles of Association of the Company and in terms of the recommendation of the Nomination and Remuneration Committee and the Board of Directors vide its resolution dated March 26, 2025, appointed Mr. Sachin R Rane (DIN: 00824947) as Additional Director, to hold the office up to the date of ensuing General Meeting.

The Company has received following declarations from Mr. Sachin R Rane (DIN: 00824947) viz (i) a consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) an intimation in Form DIR- 8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013, (iii) Notice of Interest under Section 184(1) of Companies Act, 2013 and Rule 9(1) of the of the Companies (Meetings of Board and its Powers) Rules, 2014 in Form MBP – 1.

Pursuant to Section 160 of the Companies Act, 2013, the Company has received notice from a member proposing candidature of Mr. Sachin R Rane (DIN: 00824947), for the office of a Director of the Company.

Details of Mr. Sachin Rane, as per requirements of Secretarial Standards (SS-2) and Regulation 36 (3) of the Listing Regulations are given in 'Annexure A'.

Except Mr. Sachin Rane and their relatives, none of the other Directors / Key Managerial Personnel / their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out in Item No. 1 of the Notice.

The Board of Directors recommends the passing of Ordinary Resolution as stated in Item No.1 of the accompanying Notice for the approval of the members.

### **ITEM NO. 2:**

In accordance with the provisions of Sections 152, 161 of the Companies Act, 2013 read with applicable rules made thereunder, Articles of Association of the Company and in terms of the recommendation of the Nomination and Remuneration Committee and the Board of Directors vide its resolution dated March 26, 2025, appointed Ms. Sakshi Jalan (DIN: 08719425) as an Additional Director, to hold the office up to the date of ensuing General Meeting.

The Company has received following declarations from Ms. Sakshi Jalan (DIN: 08719425) viz (i) a consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) an intimation in Form DIR- 8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013, (iii) Notice of Interest under Section 184(1) of Companies Act, 2013 and Rule 9(1) of the of the Companies (Meetings of Board and its Powers) Rules, 2014 in Form MBP – 1.

Pursuant to Section 160 of the Companies Act, 2013, the Company has received notice from a member proposing candidature of Ms. Sakshi Jalan (DIN: 08719425) respectively, for the office of a Director of the Company.

Details of Ms. Sakshi Jalan, as per requirements of Secretarial Standards (SS-2) and Regulation 36 (3) of the Listing Regulations are given in 'Annexure A'.

Except Ms. Sakshi Jalan and their relatives, none of the other Directors / Key Managerial Personnel / their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out in Item No.2 of the Notice.

The Board of Directors recommends the passing of Ordinary Resolution as stated in Item No. 2 of the accompanying Notice for the approval of the members.

### **ITEM NO. 3:**

In accordance with the provisions of Sections 152, 161 of the Companies Act, 2013 read with applicable rules made thereunder, Articles of Association of the Company and in terms of the recommendation of the Nomination and Remuneration Committee and the Board of Directors vide its resolution dated March 26, 2025, appointed Mr. Manzoor UI Haque Butt (DIN: 01202847), as an Additional Director, to hold the office up to the date of ensuing General Meeting.

The Company has received following declarations from Mr. Manzoor UI Haque Butt (DIN: 01202847), viz (i) a consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) an intimation in Form DIR- 8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013, (iii) Notice of Interest under Section 184(1) of Companies Act, 2013 and Rule 9(1) of the of the Companies (Meetings of Board and its Powers) Rules, 2014 in Form MBP – 1.

Pursuant to Section 160 of the Companies Act, 2013, the Company has received notice from a member proposing candidature of Mr. Manzoor UI Haque Butt (DIN: 01202847), respectively, for the office of a Director of the Company.

Details of Mr. Manzoor UI Haque Butt, as per requirements of Secretarial Standards (SS-2) and Regulation 36 (3) of the Listing Regulations are given in 'Annexure A'.

Except Mr. Manzoor UI Haque Butt and their relatives, none of the other Directors / Key Managerial Personnel / their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out in Item No.3 of the Notice.

The Board of Directors recommends the passing of Ordinary Resolution as stated in Item No. 3 of the accompanying Notice for the approval of the members.

### **ITEM NO. 4:**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on March 26, 2025 has appointed Mr. Manzoor UI Haque Butt as Managing Director of the Company for a period of 2 years with effect from April 01, 2025.

Mr. Manzoor UI Haque Butt, aged 59 years has done Master in fisheries Science and has 20 years of experience in food technology. He is very much informed about the working environment and norms of this industry, keeping in view of the same, it would be in the interest of the Company to appoint Mr. Manzoor UI Haque Butt as Managing Director of the Company.

Details of Mr. Manzoor UI Haque Butt, as per requirements of Secretarial Standards (SS-2) and Regulation 36 (3) of the Listing Regulations are given in 'Annexure A'. Details as required under Schedule V of the Act are given under 'Annexure C' to this Notice.

Further, taking into consideration the duties and responsibilities of the Managing Director, the prevailing managerial remuneration in industry and considering the increasing size and complexity of the business and on the recommendation of the Nomination and Remuneration Committee, the Board has approved the following terms of remuneration with effect from April 1, 2025

1. Salary: Rs. 1,20,000 per month with annual increment of such amount as may be decided by the Board.
2. Perquisites of Rs. 1,79,760 per annum
3. Reimbursement of gas, electricity, water charges & furnishing.
4. Leave Travel allowance for himself and his family is Rs. 5000/- per month, once in a year in accordance with rules of the Company.
5. Personal Accident Insurance / Mediclaim Policies: In accordance with the rules of the Company, premium on Personal Accident Insurance / Mediclaim Policies shall be paid.

6. Car with driver and Telephone: The Company will provide a Car with Driver and Telephone at the residence of Mr. Manzoor UI Haque Butt. The provision of car for use on Company's business and Telephone at residence will not be considered as perquisite.
7. Company's contribution towards Provident Fund to the extent it is not taxable under Income Tax Act, 1961.

**Minimum Remuneration:** Where in any financial year, during the currency of the tenure of Mr. Manzoor UI Haque Butt as Managing Director, the Company has no profits or its profits are inadequate, the Company shall pay remuneration permissible in accordance with the applicable provisions of Schedule V of the Companies Act, 2013, as minimum remuneration.

The remuneration of Mr. Manzoor UI Haque Butt shall be within the limits prescribed under Companies Act, 2013 read with Schedule V of the said Act and Listing Regulations.

Except Mr. Manzoor UI Haque Butt and his relatives, none of the Directors / Key Managerial Personnel / their relatives are in any way, concerned or interested, financially or otherwise in this resolution set out in Item No. 4 of the Notice.

The Board of Directors recommends the passing of Special Resolution as stated in Item No.4 of the Notice for the approval of the members.

#### **ITEM NO. 5:**

The Board of Directors at its meeting held on May 28, 2025 decided to shift the Registered Office of the Company from 'Vision House, TIVM Industrial Estate, Mapusa, Goa, 403526' to 'H. No: 575/1C/G-1 Cujira, Santa Cruz, North Goa, Panjim- 403005' to carry on the business of the Company more economically and efficiently and with better operational convenience.

As per provisions of Section 12 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, shifting of Registered Office of the Company outside the local limits but within the same State requires approval of the Members by way of Special Resolution.

None of the Directors / Key Managerial Personnel / their respective relatives are in any way, concerned or interested, financially or otherwise in this resolution set out in Item No. 5 of the Notice.

The Board of Directors recommends the passing of Special Resolution as stated in Item No.5 of the Notice for the approval of the members.

#### **ITEM NO. 6:**

In accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013, the following powers can be exercised by the Board of Directors with the consent of the company by a Special Resolution:

To pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company. The Board is of the view that in order to further expand the business activities of the Company and for meeting the expenses for capital expenditure, the Company may be further required to borrow money, either secured or unsecured, from the banks/financial institutions/other body corporate, from time to time, and to pledge, mortgage, hypothecate and/or charge any or all of the movable and immovable properties of the Company and/or whole or part of the undertaking of the Company.

The Board of Directors of the Company proposes to increase the limits to secure such borrowings by pledging, mortgaging, hypothecating the movable or immovable properties of the Company amounting up to Rs. 100 Crore (Rupees One Hundred Crore Only). It is, therefore, required to obtain approval of members by Special Resolution under Sections 180(1)(a) of the Companies Act, 2013, to enable the Board of Directors to create charge on the assets over the Company under the Companies Act, 2013.

None of the Directors / Key Managerial Personnel / their respective relatives are in any way, concerned or interested, financially or otherwise in this resolution set out in Item No. 6 of the Notice.

The Board of Directors recommends the passing of Special Resolution as stated in Item No.6 of the Notice for the approval of the members.

**ITEM NO. 7:**

In line with the Company's strategic plans to broaden its operations in the hospitality and beverage sectors, it become necessary to enhance the existing borrowing limits. The Company shall be required to increase the existing Borrowing power of the Board of Directors of the Company which may exceed at any time the aggregate of the paid-up capital of the Company and its free reserves and securities premium but that shall not exceed Rs. 100 Crores (Rupees Hundred Crores Only).

The borrowings of the Company are, in general, required to be secured by suitable mortgage or charge on all or any of the movable and / or immovable properties of the Company in such form, manner and ranking as may be determined by the Board of Directors of the Company, from time to time, in consultation with the lender(s).

None of the Directors / Key Managerial Personnel / their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7.

The Board of Directors recommends the passing of Special Resolution as stated in Item No.7 of the Notice for the approval of the members.

**ITEM NO. 8:**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to invest surplus funds by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required, in the best interest of the Company.

Pursuant to Section 186 of the Companies Act, 2013, the Company may give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution. In view of the aforesaid requirement, it is proposed to take approval of the members under Section 186 of the Companies Act, 2013, by way of special resolution for a limit of Rs. 100 Crores (Rupees Hundred Crores Only) or limits prescribed under section 186 of Companies Act 2013, whichever is more, as proposed in the Resolution.

None of the Directors / Key Managerial Personnel / their respective relatives are in any way, concerned or interested, financially or otherwise in this resolution set out in Item No. 8 of the Notice.

The Board of Directors recommends the passing of Special Resolution as stated in Item No.8 of the Notice for the approval of the members.

**ITEM NO.9:**

The company has recently undergone a significant change in management, bringing in a team with a fresh vision and strategic outlook. The rebranding reflects new direction and values of the company. With the introduction of new management there will be strategic shift towards new business activities in the new future. The new name is in harmony with company's long term goals and vision.

In line with the Company's strategic plans to broaden its operations in the hospitality and beverage sectors, the Board of Directors of the Company vide circular resolution passed on May 27, 2025,



approved to make application for name reservation with the Central Registration Centre (CRC) and in its meeting held on May 28, 2025 has considered and approved the proposed change in the name of the Company from "Kore Foods Limited" to "Team24 Consumer Products Limited" and the consequent alteration in Memorandum and Articles of Association of the Company, as may be required, subject to the approval of the shareholders of the Company by way of a Special Resolution and approval(s) of the requisite statutory, regulatory or governmental authorities as may be necessary under applicable laws. The name starts with Team24 as the Company has been acquired by Team24 Foods and Beverages Private Limited.

The Company has received a name availability letter dated May 28, 2025 from the Registrar of Companies, Central Registration Centre, informing no objection with respect to change in the name of the Company as proposed. Accordingly, consent of the Members by way of Special Resolution is being sought for change of name of the Company from "Kore Foods Limited" to "Team24 Consumer Products Limited" and consequential changes to the Memorandum and Articles of Association of the Company.

The proposed change in name of the Company would neither result in change of object(s), legal status, constitution, turnover, operations or activities of the Company, nor would it affect any rights or obligations of the Company or the shareholders and other stakeholders.

A certificate from a practicing Chartered Accountant, certifying compliance with conditions prescribed in Regulation 45 (1) of the Listing Regulations is enclosed herewith as Annexure -B to this Notice.

None of the Directors / Key Managerial Personnel / their respective relatives are in any way, concerned or interested, financially or otherwise in this resolution set out in Item No. 9 of the Notice.

The Board of Directors recommends the passing of Special Resolution as stated in Item No.9 of the Notice for the approval of the members.

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**Registered Office:**

VISION HOUSE, TIVIM  
INDUSTRIAL ESTATE,  
MAPUSA, GOA, INDIA,  
403526

Date: May 30, 2025

Place: Tivim, Mapusa, Goa

**By Order of the Board of Directors  
For KORE FOODS LIMITED**

**Sd/-  
MANZOOR UL HAQUE BUTT  
Managing Director  
(DIN: 01202847)**

E-mail: [companysecretary@korefoods.in](mailto:companysecretary@korefoods.in)

Website: [www.korefoods.in](http://www.korefoods.in)

**ANNEXURE-A**

Name	Mr. Sachin Rane	Ms. Sakshi Jalan	Mr. Manzoor UI Haque Butt
Date	44 Years	35 Years	59 years
DIN	00824947	08719425	01202847
Date of appointment on Company's Board	March 26, 2025	March 26, 2025	Appointed as Managing Director w.e.f. April 01, 2025
Shareholding in the Company in the Company as on 31 <sup>st</sup> March, 2025	NA	NA	NA
Qualifications	Higher Secondary	Graduation in interior designing	Master in Fisheries Science
Experience	17 years	13 years	20 years
Relationship between other Directors and Key Managerial Personnel, if any.	NA	NA	NA
Remuneration last drawn	NA	NA	NA
Remuneration sought to be paid	As per explanatory statement	As per explanatory statement	As per explanatory statement
No. of Board Meetings attended	NA	NA	NA
Terms and conditions of appointment	As per explanatory statement	As per explanatory statement	As per explanatory statement
Details of Directorships, Chairmanship and Committee Memberships of in other Listed Companies	None	None	None

# V C SHAH & CO

CHARTERED ACCOUNTANTS

205-206, Regent Chambers, 2<sup>nd</sup> Floor, Jamnalal Bajaj Road, 208, Nariman Point, Mumbai 400 021. Tel.: 022 - 43440123 email-vcshahco@vcshah.com

To,

The Board of Directors,

**Kore Foods Limited**

Vision House, Tivim Industrial Estate,  
Mapusa, Goa, India, 403526

Sub.: Certificate complying provision of Regulation 45 (1) of SEBI (LODR) Regulations, 2015 for change of name of Kore Foods Limited

In context of above captioned subject, we, V C Shah & Co (FRN: 109818W), Chartered Accountants, 205/206, Regent Chambers, Jamnalal Bajaj Marg, Nariman Point, Mumbai, Maharashtra, 400021 have examined the relevant records of the Company and information and documents provided by management of the Company for issue Certificate stating compliance with the conditions specified in Regulation 45(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for change of name of the Company from Kore Foods Limited to Team24 Consumer Products Limited. Based on our examination and according to information and explanation given to us and pursuant to the requirement of provision of Regulation 45(1) and (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we do hereby confirm that:

- a) The Company has not changed its name since at least one year.
- b) The Company has not changed its main activity in the preceding one year period.
- c) The Company has not changed its main activity nor invested in new activity/project.

This certificate is issued at the request of the company pursuant to requirement of Regulation 45(3) of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 for onward submission to the stock exchange where the equity shares of the company are listed.

For V C Shah & Co

Chartered Accountants

FRN: 109818W

*V.C.S.*

V. C. Shah

Partner

M. No.: 10360

UDIN: 25010360BMFZLU8070

Date: 30-05-2025

Place: Mumbai



## ANNEXURE C

***Details of the Company in relation to payment of remuneration to Managing Director as set out in item no.4 of this notice, in terms of Section II of Part II of Schedule V of the Companies Act, 2013***

<b>I. General Information</b>			
1.	Nature of Industry:	Food and Beverage	
2.	Date or expected date of commencement of commercial production	The Company was incorporated on 20 <sup>th</sup> January, 1980. It commissioned its commercial production in 1980.	
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA	
4.	Financial performance based on given indicators:	(Rs. In Lakhs)	
		<b>Particulars</b>	<b>FY 2024-25</b>
		<b>Gross income / turnover</b>	22.77
		<b>Less: Total expenditure</b>	43.05
		<b>Profit / (loss) before tax &amp; exceptional items</b>	(20.28)
		<b>Add: Exceptional items</b>	282.12
		<b>Profit / (loss) after tax</b>	254.31
5.	Foreign investments or collaborations, if any:	NA	

***Details of Managing Director seeking approval for payment of remuneration as set out in item no. 4 of this notice, in terms of Section II of Part II of Schedule V of the Companies Act, 2013***

<b>II. Information about Managing Director</b>		
1.	Background details:	Mr. Manzoor Ul Haque Butt, aged 59 years has done Master in fisheries Science and has 20 years of experience in food technology. He is very much informed about the working environment and norms of this industry, keeping in view of the same, it would be in the interest of the Company to appoint Mr. Manzoor Ul Haque Butt as Managing Director of the Company.
2.	Past remuneration	I. Fixed Salary (FY 2024-25)

		<table> <tr> <th>Sr. no.</th><th>Particulars</th><th>Amount in Rs. Per annum</th></tr> <tr> <td>A</td><td>Basic Salary</td><td>14,40,000</td></tr> <tr> <td>C</td><td>House Rent Allowance</td><td>NA</td></tr> <tr> <td>E</td><td>Position Allowance</td><td>NA</td></tr> <tr> <td></td><td><b>Total Fixed Salary</b></td><td><b>NA</b></td></tr> </table> <p>III. Traveling and Dearness Allowance: Rs. 1,79,760</p> <p>IV. Incentive / Variable Pay: NA</p>	Sr. no.	Particulars	Amount in Rs. Per annum	A	Basic Salary	14,40,000	C	House Rent Allowance	NA	E	Position Allowance	NA		<b>Total Fixed Salary</b>	<b>NA</b>
Sr. no.	Particulars	Amount in Rs. Per annum															
A	Basic Salary	14,40,000															
C	House Rent Allowance	NA															
E	Position Allowance	NA															
	<b>Total Fixed Salary</b>	<b>NA</b>															
3.	Recognition and Awards:	NA															
4.	Job Profile and his suitability:	<p>The role of the Managing Director (MD) is critical to the strategic leadership and operational oversight of the Company. The MD is responsible for formulating and executing the Company's long-term business strategy, ensuring financial stability, managing key stakeholder relationships, and leading the senior management team to achieve organizational goals.</p> <p>The proposed candidate possesses significant experience in senior leadership roles, a strong background in business and management, and has demonstrated the strategic acumen and leadership qualities essential for this position. The Board believes that the appointment will provide the necessary vision, direction, and execution capability required for the Company's continued growth and success.</p> <p>Accordingly, the Board recommends the appointment of the Managing Director as detailed in the accompanying resolution for the approval of the shareholders</p>															
5.	Remuneration proposed:	<p>8. Salary: Rs. 1,20,000 per month with annual increment of such amount as may be decided by the Board.</p> <p>9. Perquisites of Rs. 1,79,760 per annum</p> <p>10. Reimbursement of gas, electricity, water charges &amp; furnishing.</p> <p>11. Leave Travel allowance for himself and his family is Rs. 5000/- per month, once in a year in accordance with rules of the Company.</p> <p>12. Personal Accident Insurance / Mediciclaim Policies: In accordance with the rules of the Company, premium on Personal Accident Insurance / Mediciclaim Policies shall be paid.</p> <p>13. Car with driver and Telephone: The Company will provide a Car with Driver and Telephone at the residence of Mr. Manzoor Ul Haque Butt. The provision of car for use on Company's business and Telephone at residence will not be considered as perquisite.</p>															

		14. Company's contribution towards Provident Fund to the extent it is not taxable under Income Tax Act, 1961.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:  (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the profile of the appointee, his responsibilities and the industry benchmarks, the revised remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart(s) in other companies in the industry.
7.	Pecuniary Relationship directly or indirectly with the Company, or relationship with the managerial personnel or other director, if any.	Apart from receiving managerial remuneration mentioned above, he does not have any other pecuniary relationship with the Company

**Other Information in relation to the approval for payment of remuneration to Managing Director as set out in item no. 4 of this notice, in terms of Section II of Part II of Schedule V of the Companies Act, 2013**

III.	OTHER INFORMATION:	
1.	Reasons for Loss or Inadequate Profits:	The Company did not carry out any business operations during the financial year 2024–25 and consequently incurred an operational loss. However, an amount of ₹2,82,12,434 was recorded as an exceptional item in the Statement of Profit and Loss for the said financial year, arising from the waiver of a loan by one of the Directors. As a result, the Company has reported a net profit for the financial year 2024–25.
2.	Steps taken or proposed to be taken for improvement	Following the recent change in management, the Company is driving growth through focus into the Food and Beverage (F&B) sector. These initiatives are aimed at establishing new revenue streams and supporting long-term sustainable growth.
3.	Expected increase in productivity and profits in measurable terms	The Company expects an increase in production and sales across its operations. Production capacity for the F&B products, as well as other existing offerings, is being scaled up in response to rising market demand. However, due to prevailing uncertainties in the business environment, it remains challenging to accurately project profit figures at this stage