



01st November, 2025

The Manager,
Corporate Relationship Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Ref: Scrip Code- 509945

Dear Sir/Madam,

Subject: Corrigendum to the Notice of Postal Ballot dated 27th October, 2025 of Thacker and Company Limited dispatched to its members on 30th October, 2025.

In continuation to our earlier intimation dated 30th October, 2025, we are submitting herewith the Corrigendum to the Notice of Postal Ballot dated 27th October, 2025. The Corrigendum is being issued to provide additional disclosure required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) pursuant to Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 issued by the Securities and Exchange Board of India dated 26th June, 2025, in connection with the Material Related Party Transaction proposed in Item No. 1 of the Notice of Postal Ballot dated 27th October, 2025.

The Corrigendum shall form an integral part of the Notice of Postal Ballot already circulated to the members of the Company. Accordingly, the Notice of Postal Ballot shall always be read in conjunction with the Corrigendum.

All concerned members and other stakeholders are requested to take note of the above. Except as modified by the enclosed Corrigendum, all other contents of the Notice of Postal Ballot shall remain unchanged.

Accordingly, the Corrigendum is being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s) as on the cut-off date i.e. Friday, 24th October, 2025.

The enclosed corrigendum is also available on the website of the Company at www.thacker.co.in.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours Faithfully,

For Thacker and Company Limited

Siddhi
Dilip Kul

Digitally signed by
Siddhi Dilip Kul
Date: 2025.11.01
17:12:11 +05'30'

Siddhi Kul
Company Secretary and Compliance Officer
ICSI Membership No.: A76672
Encl.: As Above



THACKER AND COMPANY LIMITED

Regd. Off.: Bhogilal Hargovindas Building, Mezzanine Fl.18/20, K. Dubhash Marg,
Mumbai-400001, India

CIN No. : L21098MH1878PLC000033

Tel: 91-22-43553333, Fax: +91-22-2265 8316

Web-Site: www.thacker.co.in E-mail: thacker@thacker.co.in

CORRIGENDUM TO THE NOTICE OF POSTAL BALLOT DATED 27TH OCTOBER, 2025

This Corrigendum is issued in continuation of the Postal Ballot Notice dated 27th October, 2025, along with the Explanatory Statement, circulated to all Members of Thacker and Company Limited ("the Company") on 30th October, 2025, pursuant to the provisions of Section 108 read with Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act"), Rule 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standard on General Meetings (SS-2), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), seeking Members' approval for the Material Related Party Transaction with Biodegradable Products India Limited through remote e-voting conducted from Friday, 31st October, 2025 (09:00 a.m. IST) to Saturday, 29th November, 2025 (05:00 p.m. IST).

This Corrigendum is being issued to provide additional disclosure required under the SEBI Listing Regulations, pursuant to Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 issued by the Securities and Exchange Board of India on 26th June, 2025, in connection with the Material Related Party Transaction proposed in Item No. 1 of the Postal Ballot Notice dated 27th October, 2025. The relevant disclosure, as required under the aforesaid SEBI Circular, is now being provided through this Corrigendum as set out in the Annexure hereto.

This Corrigendum shall form an integral part of the Postal Ballot Notice already circulated to the Shareholders of the Company. Accordingly, the Postal Ballot Notice shall always be read in conjunction with this Corrigendum.

All concerned members and other stakeholders are requested to take note of the above. Except as modified by this Corrigendum, all other contents of the Postal Ballot Notice shall remain unchanged.

Accordingly, this corrigendum is being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s) as on the cut-off date i.e. Friday, 24th October, 2025.

This Corrigendum is also available on the website of the Company at <https://www.thacker.co.in/>.

For Thacker and Company Limited

Date: 01.11.2025
Place: Mumbai

Siddhi Kul
Company Secretary and Compliance Officer
(ICSI Membership No.: A76672)

ANNEXURE

The details required as under the SEBI Listing Regulations in connection with the Material Related Party Transaction are given below (Pursuant to the Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 issued by the Securities and Exchange Board of India on 26th June, 2025)

Sr. No.	Particulars of the information	Information provided by the management												
A(1). Basic details of the related party:														
1.	Name of the Related Party	Biodegradable Products India Limited												
2.	Country of incorporation of the related party	India												
3.	Nature of business of the related party	The Company is primarily engaged in the business of Tissue culture lab, Plantation and Developing investment property etc.												
A(2). Relationship and ownership of the related party:														
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: - Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. - Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). - Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <i>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.</i> <i>While calculating indirect shareholding, shareholding held by relatives shall also be considered.</i>	- Biodegradable Products India Limited is part of the Promoter Group of the Company. - Common Directors: Mr. Arunkumar Jatia and Mr. Surendra Kumar Bansal. - Mr. Arunkumar Jatia holds 45.74% of the equity share capital of Biodegradable Products India Limited. - Thacker and Company Limited holds 2 Equity Shares (0.00% of Equity Share Capital) and 5 Preference Shares (0.00% of Preference Share Capital) of Biodegradable Products India Limited. - Biodegradable Products India Limited does not hold any shares in Thacker and Company Limited.												
A(3). Details of previous transactions with the related party:														
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year: <table><tr><th>S. No</th><th>Name</th><th>Nature of Transactions</th><th>FY-2024-2025 (Rs. In Lakhs)</th></tr><tr><td>1</td><td>Thacker and Company Limited</td><td>Inter-corporate Deposit</td><td>230</td></tr><tr><td>2</td><td>Fujisan Technologies</td><td>Inter-corporate Deposit</td><td>10</td></tr></table>	S. No	Name	Nature of Transactions	FY-2024-2025 (Rs. In Lakhs)	1	Thacker and Company Limited	Inter-corporate Deposit	230	2	Fujisan Technologies	Inter-corporate Deposit	10	Rs.240 Lakhs
S. No	Name	Nature of Transactions	FY-2024-2025 (Rs. In Lakhs)											
1	Thacker and Company Limited	Inter-corporate Deposit	230											
2	Fujisan Technologies	Inter-corporate Deposit	10											

	<table border="1"> <tr> <td>Limited (Wholly Owned Subsidiary Company)</td> <td></td> <td></td> </tr> </table>	Limited (Wholly Owned Subsidiary Company)								
Limited (Wholly Owned Subsidiary Company)										
<i>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</i>										
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Rs. 300 Lakhs								
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No related party defaults occurred during the last financial year.								
A(4). Amount of the proposed transaction(s):										
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs.2000 Lakhs								
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes								
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Approximately 652.23% of annual consolidated turnover of the Company for the financial year 2024-25.								
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable								
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Approximately 211.32% of Related Party's annual consolidated turnover for the financial year 2024-25.								
6.	Financial performance of the related party for the immediately preceding financial year: <i>Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</i>	<table border="1"> <tr> <th>Particulars</th> <th>FY-2024-2025 (Rs. In Lakhs)</th> </tr> <tr> <td>Turnover</td> <td>0.25</td> </tr> <tr> <td>Profit After Tax</td> <td>(422.80)</td> </tr> <tr> <td>Net Worth</td> <td>(4,104.12)</td> </tr> </table>	Particulars	FY-2024-2025 (Rs. In Lakhs)	Turnover	0.25	Profit After Tax	(422.80)	Net Worth	(4,104.12)
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Turnover	0.25									
Profit After Tax	(422.80)									
Net Worth	(4,104.12)									
A(5). Basic details of the proposed transaction:										
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Arrangement/Contract/Agreement for Accepting/Providing Inter Corporate Deposits.								
2.	Details of each type of the proposed transaction	Arrangement/Contract/Agreement for Accepting/Providing Inter Corporate Deposits.								
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Repayable On Demand and Continuous Arrangement								
4.	Whether omnibus approval is being sought?	Not Applicable								

5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The value of the proposed transaction during the financial year is estimated at Rs. 2,000 Lakhs. This includes the balance of Inter-Corporate Deposit (ICD) lent by Fujisan Technologies Limited, which was transferred to the books of Thacker and Company Limited upon the merger of Fujisan Technologies Limited with the Company, pursuant to the Hon'ble National Company Law Tribunal Mumbai Bench, Order dated 1st May 2025. The transaction is a continuous arrangement, and the aggregate outstanding shall not exceed Rs.2,000 Lakhs in any financial year.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Related Party Transaction supports the working capital and other requirements of Biodegradable Products India Limited, a promoter group entity aiding its operational requirements.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. <i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.	Mr. Arunkumar Jatia and Mr. Surendra Kumar Bansal are the Common Directors of the Company.
	a. Name of the director / KMP	Mr. Arunkumar Jatia
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Arunkumar Jatia holds 45.74% of Equity Share Capital of Biodegradable Products India Limited in the capacity of Director & Promoter.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable.
9.	Other information relevant for decision making.	Biodegradable Products India Limited holds approximately 25 acres of valuable Land near Hinjewadi, Pune. Although the company is currently loss-making and has a negative net worth, this landholding offers significant potential for future growth and value creation. Further it may be noted that Certificate from Chief Financial Officer (CFO) of the Company confirming that the terms of RPTs proposed to be entered into are in the interest of the Company was placed before the Audit Committee and Board of Directors of the Company.
B(2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary:		
1.	Source of funds in connection with the proposed transaction.	Internal Accruals

	<i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	No
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. <i>Note:</i> <i>(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i> <i>(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.</i>	Interest rate – 6.7% p.a.
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Rate of Interest: Upto 9.00% p.a. but not less than 7.00% p.a.
5.	Maturity / due date	Repayable on Demand and Continuous Arrangement
6.	Repayment schedule & terms	Repayable on Demand and Continuous Arrangement
7.	Whether secured or unsecured?	Unsecured
8.	If secured, the nature of security & security coverage ratio	Not Applicable
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be used for operational activities and including but not limited to other business requirements by Biodegradable Products India Limited.
C(1). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary:		
1.	Latest credit rating of the related party <i>Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any</i>	Not availed.
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. <i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i> In addition, state the following: a) Whether the account of the related party has been classified as a non-	There have been no defaults by the related party on any borrowings from the Company or from any other person during the last three financial years. The related party has not been classified as a Non-Performing Asset (NPA) by any of its bankers, has not been declared a "wilful defaulter," is not undergoing or facing any application for insolvency resolution or liquidation under the Insolvency and Bankruptcy Code, 2016, and does not suffer from any disqualifications specified under

	performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	Section 29A of the Insolvency and Bankruptcy Code, 2016
	FY2024-2025	
	FY2023-2024	
	FY2022-2023	