

NOTICE

NOTICE is hereby given that the 16th Annual General Meeting of **NANAVATI VENTURES LIMITED** will be held on **Friday, the 25th September, 2026** at 03:00 p.m. at Registered office situated at Ward-6, PL-2172-2173, 402, 4th Floor, Jin Ratna, Pipla Sheri, Mahidharpura, Surat, Surat, Surat City, Gujarat, India, 395003 to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

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

2. Appointment of Mr. Vipulbhai Vachheta (DIN: 11099302) as a Director liable to retire by rotation:

To appoint a Director in place of Mr. Vipulbhai Vachheta (DIN: 11099302) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Regularization of Mr. Ankitkumar Shah (DIN: 11638040) as director of the company

To consider and, if thought fit, to pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with the rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Ankitkumar Shah (DIN: 11638040), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 09.04.2026 and who holds office up to the date of this Annual General Meeting in accordance with Section 161(1) of the Act, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute all such documents, filings and writings as may be necessary or expedient to give effect to this resolution.”

4. Appointment of Mr. Vipulbhai Vachheta (DIN: 11099302) as Managing Director of the Company

To consider and, if thought fit, to pass the following resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (“Act”), read with Schedule V and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and the Articles of Association of the Company, and subject to such approvals, consents and permissions as may be required, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Vipulbhai Vachheta (DIN: 11099302) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 10th March, 2026 and who holds office up to the date of this Annual General Meeting pursuant to Section 161(1) of the Act, as Managing Director of the Company, for a period of 5 years with effect from 01/09/2026 to 31/08/3031, on such terms and conditions, including remuneration, as set

out in the explanatory statement annexed to the Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to alter, vary or modify the terms and conditions of appointment and remuneration of Mr. Vipulbhai Vachheta (DIN: 11099302), within the limits prescribed under the Act and SEBI LODR Regulations, as may be approved by the Board and permissible under applicable law.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and are hereby authorized to do all such acts, deeds, matters and things and to execute all such documents, filings and writings as may be necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors
NANAVATI VENTURES LIMITED

Place: Surat
Date: 01/09/2026

NEHA JADOUN
Company Secretary and Compliance
Officer ACS: 53281

REGISTERED OFFICE

Ward-6, PL-2172-2173, 402, 4th Floor,
Jin Ratna, Pipla Sheri,
Mahidharpura, Surat-395003,
Gujarat

NOTES:

- (a) The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') forms part of this Notice. Additional information, pursuant to Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment / re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as an annexure to the Notice.
- (b) In accordance with the Ministry of Corporate Affairs ("**MCA**"), General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022, 9/2023 dated September 25, 2023, respectively, ("**the MCA Circulars**") read with the Securities and exchange Board of India ("**SEBI**") circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and the Circular No. SEBI/HO/CFD/CFD-PoD-2/P/Cir/2024/133 dated October 3, 2024 ("**the SEBI Circular**"), the Notice of 16th Annual General Meeting ("**AGM**") is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company / Depositories and to all members whose names appear on the Register of Members / List of Beneficial Owners as on **August 28, 2026** as received from the Depositories. The MCA vide the MCA Circulars, has permitted companies to conduct the AGM by sending the Notice and Annual Report in electronic form only. Accordingly, physical copy of this Notice along with the Annual Report will not be sent to the Members for this AGM.
- (c) A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him / herself and proxy need not be a member. The instrument appointing a proxy must be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding 50 (Fifty) and holding in the aggregate not more than 10 (Ten) per cent of the total share capital of the company carrying voting rights. A member holding more than 10 (Ten) per cent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (d) Corporate Members intending to have their representatives attend the Meeting pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution to attend and vote on their behalf at the meeting.
- (e) In line with the MCA Circular dated May 5, 2020 read with General Circular 09/2024 dated September 19, 2024, the Notice of the AGM along with the Integrated Report & Annual Accounts 2025 – 26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 16th AGM has been uploaded on the website of the Company at www.nventures.co.in. The Notice is also available on the website of NSDL at www.evoting.nsdl.com
- (f) As per the provision of Section 72 of the Act, the facility for making Nomination is available for the members in respect of their shareholding in the Company either in single or with joint names. The members are requested to submit the complete and signed form SH-13 with their Depository Participant (DP) who holds the shares in dematerialized form and those who are holding physical shares shall send the same to the Registrar and Share Transfer Agent (the '**RTA**').
- (g) Dividends are now taxable in the hands of shareholders hence shareholders are requested to submit form 15G/15H/10F, as the case may be for tax exemption directly on the portal of our RTA i.e. Satellite Corporate Services Private Limited.
- (h) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate share certificate; claim from unclaimed suspense account; renewal / exchange of share certificate; endorsement; sub-division / splitting of share certificate; consolidation of the share certificates / folios; transmission and transposition. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or Satellite Corporate Services Private Limited, for assistance in this regard. Accordingly, Members are requested to make service request by submitting a duly filled and signed Form ISR – 4, the format of which is available on the RTA website. It may be noted that any service request can be processed only after the Folio is KYC compliant.

- (i) The SEBI has mandated submission of Permanent Account Number (“PAN”) by every participant in securities market. Accordingly, members holding shares in electronic form are requested to submit their PAN to their respective Depository Participants. Members holding shares in physical form can submit their PAN to the Company / Registrar and Share Transfer Agent.
- (j) Members seeking any information or clarifications on the Annual Report are requested to send their queries to the company on nanavativentures@gmail.com at least one week prior to the Meeting to enable the Company to compile the information and provide replies at the Meeting.
- (k) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system will be provided by NSDL.
- (l) Members holding shares in physical form are requested to notify/send the following to the RTA of the Company:
 - a. Any change in their mailing address;
 - b. Particulars of their bank account, pan no. & e-mail ids in case the same have not been sent earlier;
 - c. Members who hold shares in physical form in multiple folios in identical names are requested to send the share certificate for consolidation into single folio. Further, please note that Members holding equity shares in electronic form are requested to contact to their DP with whom they are maintaining the demat accounts for updation in address, pan no., e-mail IDs, Bank details, Bank mandate, ECS mandate, etc.
- (m) The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act will be available for inspection.
- (n) The remote e-voting period commences at **09:00 a.m. IST on Tuesday, September 22, 2026 and ends at 5:00 p.m. IST on Thursday, September 24, 2026**. During this period, members of the Company holding shares either in physical form or in dematerialized form, as on Cut-off date of **Friday, September 18, 2026** ('Cut-off date'), may cast their vote by remote e-voting. No remote e-voting shall be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled for voting upon expiry of the aforesaid period. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently
- (o) The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the **Friday, September 18, 2026**. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Friday, September 18, 2026**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in
- (p) The Board of Directors has appointed **Vivek J. Vakharia & Associates, Practicing Company Secretary**, as the Scrutinizer to scrutinize the remote e-voting process before and during the AGM in a fair and transparent manner.
- (q) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 3 days after the conclusion of the AGM to the Chairman of the Company. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting forthwith. The result declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website and on the website of NSDL immediately after the result is declared by the Chairman.

1. The remote e-voting period commences on **Tuesday, 22nd September, 2026 (9:00 a.m.) and ends on Thursday, 24th September, 2026 (5:00 p.m.)**. During this period, Members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date of **Friday, 18th September, 2026**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently.

THE PROCESS AND MANNER FOR REMOTE E-VOTING ARE AS UNDER:

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

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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. 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 or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.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 digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e- Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e- Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	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 e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting 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 or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000

Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33
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B. Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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
- 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.co.in 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

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

1. After successfully logging in following Step 1, you will be able to see the EVEN of all companies in which you hold shares and whose voting cycle is in active status.
2. Select the EVEN of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting the appropriate options i.e., assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on the "Submit" and "Confirm" buttons when prompted.
5. Upon confirmation, the message, "Vote cast successfully", will be displayed.
6. You can also take a 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.

Process for procuring your User ID and Password for e-voting for those shareholders whose email Id are not registered with the depositories / Company

1. Shareholders may sent a request to evoting@nsdl.co.in for procuring User ID and Password for e-voting.
2. If shares are held in physical mode, please provide Folio number, name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN), Aadhar (self-attested scanned copy of Aadhar Card)
3. In case shares are held in demat mode, please provide DP ID and Client ID (16-digit DP ID + Client ID or 16-digit beneficiary ID), name of Member, client master or copy of consolidated account statement, PAN (self-attested scanned copy of PAN card), Aadhar (Self attested scanned copy of Aadhar Card).

4. If you are in individual shareholder 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.

General guidelines for e-voting

- 1) Institutional Shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG format) of the relevant Board Resolution / authorization letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to vivek.vakharia@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders 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 that you do not 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 password.
- 3) In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for shareholders under the e-voting user manual for shareholders available in the download section of www.evoting.nsdl.com or call the number: 022 – 4886 7000 and 022 – 2499 7000, or send a request to evoting@nsdl.co.in, or contact Amit Vishal, Assistant Vice President, or Pallavi Mhatre, Senior Manager, National Securities Depository Limited, at the designated email ID: evoting@nsdl.co.in to get your grievances on e-voting add

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 info@nventures.co.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 info@nventures.co.in.
3. 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.
4. 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.
5. 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 REGULATION 36(5) OF THE SEBI (LODR) REGULATIONS, 2015 AND SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 3:

The Board of Directors of the Company, at its meeting held on **09.04.2026**, appointed **Mr. Ankitkumar Shah (DIN:11638040)** as an **Additional Director** of the Company with effect from 09.04.2026, pursuant to the provisions of Section 161 of the Companies Act, 2013 ("Act") and the Articles of Association of the Company.

In accordance with Section 161(1) of the Act, **Mr. Ankitkumar Shah (DIN:11638040)** holds office as an Additional Director up to the date of the ensuing Annual General Meeting of the Company. Further he possesses the requisite qualifications, knowledge, experience and expertise and, based on the recommendation of the Nomination and Remuneration Committee, where applicable, and the assessment of the Board, is considered suitable for appointment as a Director of the Company.

Accordingly, the approval of the Members is sought for the appointment of **Mr. Ankitkumar Shah (DIN:11638040)** as a **Director of the Company, liable to retire by rotation**, in accordance with the provisions of the Act and the Articles of Association of the Company.

Mr. Ankitkumar Shah (DIN:11638040) has furnished the requisite consent and declarations confirming his eligibility and non-disqualification to act as a Director under the Act and applicable regulations.

The Board recommends the resolution set out at Item No. 3 of the Notice for approval of the Members.

Except **Mr. Ankitkumar Shah (DIN:11638040)**, being the proposed appointee, and his relatives, to the extent of their respective interests, if any, in the Company, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for approval of the Members.

ITEM NO. 4:

The Board of Directors of the Company, at its meeting held on **10.03.2026**, appointed **Mr. Vipul Vachheta (DIN: 11099302)** as an **Additional Director** of the Company with effect from **10.03.2026**, pursuant to the provisions of Section 161 of the Companies Act, 2013 ("Act") and the Articles of Association of the Company.

The Board, based on the recommendation of the Nomination and Remuneration Committee, where applicable, and considering the qualifications, experience, expertise and contribution of **Mr. Vipul Vachheta (DIN: 11099302)**, has proposed his appointment as the **Managing Director of the Company** for a period of **5 years**, with effect from **01.09.2026 to 31.08.2031**, subject to the approval of the Members of the Company. Further he possesses the requisite qualifications, knowledge, experience and expertise required for the position of Managing Director and is considered suitable for discharging the responsibilities of the said office. The Board is of the opinion that his appointment as Managing Director will be in the best interests of the Company.

The principal terms and conditions of appointment and remuneration of **Mr. Vipul Vachheta (DIN: 11099302)** as Managing Director are as follows:

1. Designation: Managing Director

2. Term of Appointment: 5 years

3. Remuneration: 9.60 per annum (including perquisites and all)

The aggregate remuneration shall be subject to the limits prescribed under Sections 197 and 198 of the Act read with Schedule V thereto and other applicable provisions of law.

4. Sitting Fees: **Mr. Vipul Vachheta (DIN: 11099302)**, in his capacity as Managing Director, shall not be entitled to sitting fees for attending meetings of the Board or Committees thereof, unless otherwise

determined by the Board in accordance with applicable law.

5. Other Terms: The appointment shall be governed by the terms and conditions contained in the draft letter of appointment/service agreement, as approved by the Board and as may be amended from time to time in accordance with applicable law.

The Company has received from **Mr. Vipul Vachheta (DIN: 11099302)**:

- (a) consent in writing to act as a Director in Form DIR-2;
- (b) declaration in Form DIR-8 regarding his eligibility and non-disqualification to act as a Director;
- (c) declaration that he is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority; and
- (d) such other declarations/disclosures as may be required under the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws.

Mr. Vipul Vachheta (DIN: 11099302) satisfies the conditions specified under Part-I of Schedule V to the Act for his appointment as Managing Director and is not disqualified from being appointed as such under the Act.

The Board recommends the resolution set out at Item No. 4 of the Notice for approval of the Members.

Except **Mr. Vipul Vachheta (DIN: 11099302)**, being the proposed appointee, and his relatives, to the extent of their respective interests, if any, in the Company, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The draft letter of appointment of **Mr. Vipul Vachheta (DIN: 11099302)** as Managing Director is available for inspection by the Members electronically and/or at the Registered Office of the Company during business hours on all working days up to the date of the AGM.

The Board recommends the resolution for approval of the Members.

(I) DETAILS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD – 2 ON “GENERAL MEETING”:

Name of the Director	Mr. Vipulbhai Vachheta (DIN: 11099302)	Mr. Ankitkumar Kiritkumar Shah (DIN: 11638040)
Designation/Category	Managing Director	Director
Date of Birth	24/11/1985	06/06/1983
Age	41 Years	43 Years
Nationality	Indian	Indian
Qualification	Bachelor of Commerce	Bachelor of Commerce
Date of first appointment on the Board of the Company	10/03/2026	09/04/2026
No. of Board Meetings attended during the Year 2025-26	0	0
Expertise in specific functional area	Account & Financial	Account & Financial
Brief Profile	Mr. Vipulbhai Vachheta has Experience in Marketing Field for more than 10 years	Mr. Ankitkumar Kiritkumar Shah has experience in the field of Marketing and Trading Sector for more than 6 Years
Terms and conditions of appointment or re-appointment	Mr. Vipulbhai Vachheta is appointed as Managing Director of the Company for the period of 5 years from 01/10/2026 to 30/09/2031	Mr. Ankitkumar Kiritkumar Shah is appointed as Non-Executive Director of the Company as per the provision of the Companies Act, 2013
Remuneration Last drawn	--	--
Shareholding in the Company in the listed entity, including shareholding as a beneficial owner	--	--
Directorship in the other Board (Other than Nanavati Ventures Limited)	--	--
Membership/Chairpersonship in Committees (Other than Nanavati Ventures Limited)	---	---
Listed entities from which the person has resigned in the past three years as Director	---	---
Relationship with other Director(s), Manager and KMP	Not related to other Director(s), Manager and KMP	Not related to other Director(s), Manager and KMP
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements. (In case of independent directors)	NA	NA

By Order of the Board of Directors
NANAVATI VENTURES LIMITED

Place: Surat
Date: 01/09/2026

REGISTERED OFFICE

Ward-6, PL-2172-2173, 402, 4th Floor,
Jin Ratna, Pipla Sheri,
Mahidharpura, Surat-
395003, Gujarat

NEHA JADOUN
Company Secretary and
Compliance Officer ACS: 53281

ATTENDANCE SLIP
NANAVATI VENTURES LIMITED

Reg. Off.: Ward-6, PL-2172-2173, 402, 4th Floor, Jin Ratna, Pipla Sheri, Mahidharpura, Surat, Surat, Surat City, Gujarat, India, 395003

CIN: L51109GJ2010PLC061936 | **E-Mail:** info@nventures.co.in |

Web: www.nventures.co.in.

16th Annual General Meeting to be held on Friday, 25th September, 2026 at 03:00 p.m.

DP. Id*		Name & address of the registered shareholder
Client Id*		
Regd. Folio No.		

* Applicable for shareholding in electronic form.

I/We certify that I/We am/are a Registered Shareholder / Proxy for the Registered Shareholder of the Company. I/We hereby record my/our presence at the Extra Ordinary General Meeting of the Company

Signature of Member(s)/ Proxy

NOTE: A member or his duly appointed Proxy willing to attend the meeting must fill-up this Admission Slip and hand over at the entrance.

✂-----Cut Here-----

PROXY FORM
Form No MGT-11

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the companies (Management and Administration) Rules, 2014)

CIN	L51109GJ2010PLC061936		
Name of Company	NANAVATI VENTURES LIMITED		
Reg. Office Address	Ward-6, PL-2172-2173, 402, 4th Floor, Jin Ratna, Pipla Sheri, Mahidharpura, Surat, Surat, Surat City, Gujarat, India, 395003		
Name of the Member			
Registered Address			
E Mail Id			
Folio No./Client ID			

I/We, being the member (s) of **Ganga Bath Fittings Limited (Formerly known as Ganga Plast Industries Limited)** hereby appoint

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			
E mail Id		Signature	

OR FAILING HIM

Name			
Address			

E mail Id		Signature	
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As my/ our Proxy to attend and vote for me/us on my/ our behalf at the 16th Annual General Meeting of the Company to be held on 25th September, 2026 at 03:00 p.m. and at any adjournment thereof and respect of such resolution mentioned below:

Resolution No.	Resolution	For	Against
Ordinary Business			
01	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 together with the Board's Report and the Auditor's Report thereon.		
02	To appoint Director in the place of Mr. Vipulbhai Vachheta (DIN: 11099302), who retires by rotation and being eligible, offers himself for re-appointment		
Special Bussiness			
03	Regularization of Mr. Ankitkumar Shah (DIN: 11638040) as director of the company		
04	To Appoint Mr. Vipulbhai Vachheta (DIN: 11099302) as Managing Director of the Company		

Signed on thisday of2026

Affix
Revenue
Stamp

Signature of Shareholder / Signature of Proxy

NOTE:

1. The Proxy need not be a Member.
2. The Proxy Form must be deposited at the Registered Office not less than 48 hours before the scheduled time for holding the meeting.

ROUTE MAP FOR AGM

