

SHASHWATHA NIDHI LIMITED

CIN: U65999KA2017PLC102542

Registered Office: No. 30/31, 3rd Floor, BK Circle, Kothanur Dinne Main Road,
8th Phase JP Nagar, Bangalore-560076; **Tel:** 080-35000364

Email: contact@shashwathaltd.com; **Website:** www.shashwathaltd.com;

AGM NOTICE

Notice is hereby given that the Ninth Annual General Meeting of SHASHWATHA NIDHI LIMITED will be held on Monday, the 17th day of August 2026 at 3.30 P.M. at Udupi Gardenia Party Hall, No.36, Kothanur Village, Gottigere Main Road, Jambusavari Dinne Near Columbia College, Uttarahalli Hobli, J.P. Nagar 8th Phase Bengaluru, Karnataka- 560076, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended March 31, 2026 and the Report of the Board of Directors and Auditors thereon.

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon along with all annexures as laid before this Ninth Annual General Meeting be and are hereby received, considered and adopted."

2. To consider and approve appointment of Mr. JAYAVARMA JAIN (DIN: 07755474) as director of the company, who retires by rotation and being eligible offers himself for re-appointment.

To appoint a Director in place of Mr. JAYAVARMA JAIN who retires by rotation and being eligible offers himself for re-appointment as a director liable to retire by rotation.

"RESOLVED THAT Mr. JAYAVARMA JAIN, who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible offers himself for re-appointment be and is hereby re-appointed as Director of the Company whose office shall be liable to retirement by rotation"

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SPECIAL BUSINESS:

3. To appoint **Ms. VEENA MANTRY PRAKASH (DIN: 11491823)** as a Managing Director of the Company.

To consider and, if thought fit, to pass with or without modification, the following as a **Special Resolution:**

"RESOLVED THAT pursuant to Section 196, 197 & Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and Nidhi, rules 2022 ("the Rules") (including any statutory modification(s), notifications or re-enactment(s) thereof for the time being in force), Ms VEENA MANTRY PRAKASH (DIN: 11491823) be and is hereby appointed as Managing Director of the Company for a period as stipulated under the Nidhi Rules, 2022 commencing from the Ninth Annual General meeting on the terms & conditions and remunerations as agreed between the Board of Directors & Ms VEENA MANTRY PRAKASH (DIN: 11491823)."

"RESOLVED FURTHER THAT pursuant to the recommendation of Board of Directors and pursuant to provisions of Section 196, 197, Schedule V & other applicable provisions if any of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, and pursuant to Nidhi Rules, 2022 ("the Rules") (including any statutory modification(s), notifications or re-enactment(s) thereof, for the time being in force) of the said act and such other approvals, as may be required in this regard and subject to provisions of Articles of Association, approval of members be and is hereby accorded for payment of following remuneration to Ms VEENA MANTRY PRAKASH (DIN: 11491823) Managing Director on the following terms and conditions at a time.

Particulars	Annual CTC(INR)
Basic	13,750/-
Medical Allowance	1,250/-
Gross	15,000/-
Monthly total	15,000/-

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Yearly total	1,80,000/-
Fixed CTC	1,80,000/-
Performance Linked Bonus/ Variable Pay, if any	Transport expenses incurred for office visit-per visit Rs. 500/-
Total CTC	1,80,000/-

"RESOLVED FURTHER THAT the remuneration payable to Ms VEENA MANTRY PRAKASH (DIN: 11491823) as may be fixed by Board of Directors from time to time shall not exceed the limits as prescribed in Schedule V of the Companies Act, 2013 and exemption Notification issued by MCA in G.S.R 465(E)] dated 05/06/2015 and that terms and conditions of the aforesaid remuneration payable to the said Managing Director be varied/alterd /revised within the said overall limit, in such manner as may be required during the aforesaid initial years.

"RESOLVED FURTHER THAT the Board of Directors of the Company(including any committee thereof) in the event of no profit or inadequate profit may alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Ms VEENA MANTRY PRAKASH (DIN: 11491823), subject to same not exceeding the limits specified under Schedule V of the Act and Nidhi notification issued by MCA.

"RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to file necessary e-forms with the Registrar of Companies, Karnataka, Ministry of Corporate Affairs and to do all such acts, deeds, matters and things as they may consider necessary, expedient or desirable in order to give effect to this resolution."

4. To appoint Mr. SMARAN PRASAD JAIN (DIN: 11492021) as a Whole-time Director of the Company.

To consider and, if thought fit, to pass with or without modification, the following as a **Special Resolution**:

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"RESOLVED THAT pursuant to Section 196, 197 & Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 and Nidhi, rules 2022 ("the Rules") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. SMARAN PRASAD JAIN (DIN: 11492021) be and is hereby appointed as Whole-time Director of the Company for a period as stipulated under the Nidhi Rules, 2022 commencing from the Ninth Annual General meeting on the terms & conditions and remunerations as agreed between the Board of Directors & Mr. SMARAN PRASAD JAIN (DIN: 11492021)."

"RESOLVED FURTHER THAT pursuant to the recommendation of Board of Directors and pursuant to provisions of Section 196, 197, Schedule V & other applicable provisions if any of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, and pursuant to Nidhi Rules, 2022 ("the Rules") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) of the said act and such other approvals, as may be required in this regard and subject to provisions of Articles of Association, approval of members be and is hereby accorded for payment of following remuneration to Mr. SMARAN PRASAD JAIN (DIN: 11492021) Whole-Time Director on the following terms and conditions at a time.

Particulars	Annual CTC(INR)
Basic	13,750/-
Medical Allowance	1,250/-
Gross	15,000/-
Monthly total	15,000/-
Yearly total	1,80,000/-
Fixed CTC	1,80,000/-
Performance Linked Bonus/ Variable Pay, if any	Transport expenses incurred for office visit-per visit Rs. 500/-
Total CTC	1,80,000/-

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"RESOLVED FURTHER THAT the remuneration payable to Mr. SMARAN PRASAD JAIN (DIN: 11492021) as may be fixed by Board of Directors from time to time shall not exceed the limits as prescribed in Schedule V of the Companies Act, 2013 and exemption Notification issued by MCA in G.S.R 465(E)] dated 05/06/2015 and that terms and conditions of the aforesaid remuneration payable to the said Managing Director be varied/ altered / revised within the said overall limit, in such manner as may be required during the aforesaid initial years.

"RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) in the event of no profit or inadequate profit may alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. SMARAN PRASAD JAIN (DIN: 11492021) subject to same not exceeding the limits specified under Schedule V of the Act and Nidhi notification issued by MCA.

"RESOLVED FURTHER THAT any Director of the Company be and are hereby severally authorized to file necessary e-forms with the Registrar of Companies, Karnataka, Ministry of Corporate Affairs and to do all such acts, deeds, matters and things as they may consider necessary, expedient or desirable in order to give effect to this resolution."

BY THE ORDER OF THE BOARD OF DIRECTORS


JAYAVARMA JAIN
DIRECTOR
DIN: 07755474



PLACE: BANGALORE

DATE: 09.07.2026

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Notes:

1. A member entitled to attend vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the company. The instrument appointing the proxy in form MGT-11 annexed hereto, in order to be effective, should reach the registered office of the company at least 48 hours before the time of the meeting.
2. Members/Proxies should bring the Attendance Slip, duly filled-in and signed, to attend the meeting.
3. Members are requested to bring their copy of the Annual report while attending the general meeting. As per SS 2, necessary route map for the venue of the meeting is attached. (Prominent land mark: Near Columbia College).

BY THE ORDER OF THE BOARD OF DIRECTORS


JAYAVARMA JAIN
DIRECTOR
DIN: 07755474



PLACE: BANGALORE

DATE: 09.07.2026