

<b>NOTICE OF 42<sup>ND</sup> ANNUAL GENERAL MEETING</b>
---

Notice is hereby given that the 42<sup>nd</sup> Annual General Meeting of the Members of **PRASHANT INDIA LIMITED** will be held at the registered office of the company at Block No.456, National Highway No. 8, Palsana Char Rasta, Palsana, Taluka-Palsana, District-Surat 394315, through Video Conference (VC) or Other Audio Visual Means (OAVM) on Saturday, June 28, 2025 at 12:00 P.M. to consider and transact the following business:

**ORDINARY BUSINESS:-**

1. To Consider and adopt the standalone Audited Financial Statement of the Company for the financial year ended March 31, 2025, which include the Balance sheet as at that date and Statement of profit & loss (including other Comprehensive Income), Cash flow statement, the Statement of Changes in Equity for the year then ended and notes to standalone financial statements, the Auditor's Report thereon and the Report of board of directors.
2. To appoint a Director in place of Mr. Prabhudas Mohanbhai Gondalia [DIN: 00014809] who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for reappointment.
3. To appoint M/s. Ashish Bhoola & Co., Chartered Accountants, (Firm Registration No. 120609W) as the Statutory Auditors of the company and in this regard to consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Audit Committee of the Board of Directors, M/s. Ashish Bhoola & Co., Chartered Accountants, (Firm Registration No. 120609W), be and is hereby appointed as the Statutory Auditors of the Company for the 1<sup>st</sup> term of five years commencing from the conclusion of this AGM till the conclusion of 47<sup>th</sup> Annual General Meeting of the Company to be held in the year 2030, on such remuneration as may be decided agreed upon by and between the Board of Directors of the Company and said Auditor."

**SPECIAL BUSINESS:-**

4. To approve Sale of N.A. Industrial Land & Building of Textile Division Situated at Palsana to M/s Shantilon Poly Private Limited (a Related Party and Secured Creditor).

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

**"RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and subject to such other approvals, consents, permissions and sanctions, as may be necessary and pursuant to the consent of the Audit Committee and the consent of the Board of Directors of the company, the approval of members of the Company be and is hereby accorded to enter into/continue to enter material related party transaction/ contract/arrangement with M/s Shantilon Poly Private Limited (a Related Party and Secured Creditor) to sell the N.A. Industrial Land and Building of the Company's Textile Division situated at Palsana, Surat, Gujarat as per the details set out in the explanatory statement annexed to this notice for a total consideration of Rs. 10,00,00,000/- (Rupees Ten Crores Only) and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof)."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorised to execute all such agreements, documents, instruments and writings as deemed necessary, with power to alter and vary the terms and conditions other than monetary value of such contracts / arrangements / transactions, to settle all questions, difficulties or doubts that may arise in this regard and to do all acts, deeds and things in connection therewith and incidental thereto, as the Board may, in its absolute discretion, deem necessary or desirable."

**RESOLVED FURTHER THAT** all actions taken by the Board, or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

5. To appoint Mr. Hiren Hasmukh Shah (DIN: 11104153) as an Independent Director of the Company for a period of 5 (Five) years.

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Hiren Hasmukh Shah (DIN: 11104153), who was appointed as an Additional Director (Category: Independent Director) with effect from May 31, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI (LODR) Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years till May 30, 2030, and that he shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors or Key Managerial Personnel of the Company, be and are, hereby severally authorized to do all the acts and deeds necessary and expedient to give effect to this resolution, including to file requisite e-form with Ministry of Corporate Affairs."

6. To appoint Mrs. Nishtha Harivanshi Pamnani (DIN: 10881910) as an Independent Director of the Company for a period of 5 (Five) years.

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mrs. Nishtha Harivanshi Pamnani (DIN: 10881910), who was appointed as an Additional Director (Category: Independent Director) with effect from May 31, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI (LODR) Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years till May 30, 2030, and that she shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors or Key Managerial Personnel of the Company, be and are, hereby severally authorized to do all the acts and deeds necessary and expedient to give effect to this resolution, including to file requisite e-form with Ministry of Corporate Affairs."

7. Appointment of Mr. Haribhai Becharbhai Malvia (DIN: 00042683) as Non-Executive Non Independent Director.

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and pursuant to the recommendation of the Nomination & Remuneration Committee and of the Board, consent of the members of the Company be and is hereby accorded for the appointment of Mr. Haribhai Becharbhai Malvia (DIN: 00042683), aged 89 years, as a Non-Executive Non-Independent Director of the Company, with effect from July 1, 2025, liable to retire by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197, Schedule V and other applicable provisions of the Act and the Rules made thereunder, Mr. Haribhai Becharbhai Malvia (DIN: 00042683) shall be entitled to receive fees/ commission as permitted to be received in a capacity of Non-Executive Non-Independent Director under the Act and SEBI Listing Regulations.

**RESOLVED FURTHER THAT** any of the Directors or Key Managerial Personnel of the Company, be and are, hereby severally authorized to do all the acts and deeds necessary and expedient to give effect to this resolution, including to file requisite e-form with Ministry of Corporate Affairs."

**By Order of the Board of Directors  
PRASHANT INDIA LIMITED**

**Sd/-  
Prabhudas Mohanbhai Gondalia  
Chairman & Managing Director  
DIN: 00014809**

**Place: Palsana  
Date: 31<sup>st</sup> May, 2025**

**Regd Office: Block No.456, National Highway No. 8,  
Palsana Char Rasta, Palsana, Taluka-Palsana,  
District-Surat 394315  
Email: [cs.prashantindia@gmail.com](mailto:cs.prashantindia@gmail.com)  
Website: [www.prashantindia.info](http://www.prashantindia.info)**

**NOTES**

- (1) Ministry of Corporate Affairs ("MCA") has vide Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular no. 02/2022 dated May 05, 2022, Circular no. 10/2022 dated December 28, 2022, Circular no. 09/2023 dated September 25, 2023 and Circular no. 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") and all other relevant circulars issued from time to time, permitted the holding of AGM through VC/OAVM, without physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/ OAVM without the physical presence of the Members. Members can attend and participate in the ensuing AGM through VC/OAVM.
- (2) In view of the above MCA Circulars, the Securities and Exchange Board of India (SEBI) vide its circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October 2024, also extended the relaxation from the requirement of sending the hard copy of annual report to the shareholders who have not registered their email addresses. Therefore, the Annual Report of the Company for the financial year ended 31<sup>st</sup> March 2025, being sent through electronic mode only to the members whose email addresses are registered/available with the Company/ RTA/Depositories. The procedure for participating in the meeting through VC is explained in Notes.
- (3) Members may also note that the Notice of the 42<sup>nd</sup> Annual General Meeting and the Annual Report for 2024-25 will also be available on the Company's website [www.prashantindia.info](http://www.prashantindia.info) for download. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).
- (4) Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- (5) Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically. Members are also requested to intimate, indicating their folio number, the changes, if any, in their registered address. The Company has designated an exclusive e-mail id viz., [cs.prashantindia@gmail.com](mailto:cs.prashantindia@gmail.com) to enable investors to register their complaints / queries, if any.
- (6) If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
- (7) In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility.
- (8) Voting rights of the members (for voting through remote e-voting or e-voting system provide in the Meeting itself) shall be in proportion to shares of the paid-up equity share capital of the

Company as on the cut-off date i.e. 21.06.2025. A person, whose name is recorded in the Register of Members or in the Register of Beneficial owners (as at the end of the business hours) maintained by the depositories as on the cut-off date shall only be entitled to avail the facility of remote e-voting or e- voting system provide in the Meeting.

- (9) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- (10) 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 Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (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 as well as venue voting on the date of the AGM will be provided by NSDL.
- (11) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- (12) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at (company email ID i.e cs.prashantindia@gmail.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id i.e. cs.prashantindia@gmail.com ). These queries will be replied to by the company suitably by email.
- (13) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting
- (14) The Board of Directors has appointed Mr. JITENDRA RAMANLAL BHAGAT Practicing Company Secretary as the Scrutinizer for the purpose of scrutinizing the remote e- voting and e- voting system to be provided at the Meeting in a fair and transparent manner.
- (15) The results of remote e-voting and e- voting system provided in the Meeting shall be aggregated and declared on or after the Meeting of the Company by the Chairman or by any other person duly authorised in this regard.

(16) The results declared along with the report of the scrutinizer shall be placed on the Company's website and on the website of NSDL immediately after the result is declared by the Chairman and simultaneously communicated to the Stock Exchanges.

**(17) Information and other instructions relating to e-voting are as under:**

**(i) THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

The remote e-voting period shall begin on 24.06.2025 at 09:00 A.M. and shall end on 27.06.2025 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. 21.06.2025, 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 21.06.2025.

**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 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.	<ol style="list-style-type: none"> <li>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 or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to</li> </ol>

	<p>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></p> <p>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 or joining virtual meeting &amp; voting during the meeting.</p> <p>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.</p> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>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.</p> <p>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 or joining virtual meeting &amp; 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.</p> <p>3. If the user is not registered for Easi/Easiest, option to</p>

	<p>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.</p> <p>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.</p>
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 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:helpdeskevoting@cdslindia.com">helpdeskevoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**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 133937 then user ID is 133937001***.

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 and join General Meeting on NSDL e-Voting system.**

#### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

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 and General Meeting is in active status.

1. Select "133937" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
2. Now you are ready for e-Voting as the Voting page opens.
3. 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.
4. Upon confirmation, the message "Vote cast successfully" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. 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 [bhagatjr@hotmail.com](mailto:bhagatjr@hotmail.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 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 [cs.prashantindia@gmail.com](mailto:cs.prashantindia@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs.prashantindia@gmail.com](mailto:cs.prashantindia@gmail.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting 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.

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for

**Access to NSDL e-Voting system.** After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs.prashantindia@gmail.com. The same will be replied by the company suitably.

(18)        (1) Submission of PAN and Bank Details

With reference to the circular and notification of the Securities and Exchange Board of India dated April 20, 2018 regarding collection of PAN and Bank Account details of all securities holders holding securities in physical form you are requested to provide us the copy of PAN card and Bank Details (Cancelled Cheque leaf/attested bank passbook showing name of account holder) as per the attached letter.

(2) Intimation of Share Transfer in Demat form only w.e.f December 5, 2018.

It may further be noted that pursuant to the SEBI Notification June 8, 2018 transfer in securities of the Company listed on stock exchanges shall be allowed in dematerialized form only w.e.f. April 1, 2019 and therefore shareholders of the Company still holding shares in physical form are hereby advised to dematerialize their shares as soon as possible. Transfer of the shares in physical form shall not be allowed from April 1, 2019.

(3) As per SEBI circular no. **SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655** dated 3 November 2021 relating to Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination members are requested to update records.

- (17) Relevant documents referred to in the notice are open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) during business hours up to the date of the meeting. The aforesaid documents will be also available for inspection by members at the meeting.

- (19) A Statement pursuant to Section 102(1) of the Companies Act 2013, ("the Act"), relating to the Special Business to be transacted at the Annual General Meeting ("Meeting") is annexed hereto.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

**The following statement sets out all material facts relating to the special business mentioned in the Notice of AGM.**

**ITEM NO. 3**

M/s. SONI JHAWAR & CO., Chartered Accountants were appointed as Statutory Auditors of the Company on February 10, 2025 at Extra Ordinary General Meeting to hold the office of the Auditors up to the conclusion of the 42<sup>nd</sup> Annual General Meeting. The Audit Committee and the Board of Directors at their respective meetings held on May 31, 2025 recommended appointment of M/s Ashish Bhoola & Co., Chartered Accountants (Firm Registration No. 120609W), as the Statutory Auditors of the Company for a term of five years from the conclusion of 42<sup>nd</sup> AGM till the conclusion of the 47<sup>th</sup> AGM.

M/s Ashish Bhoola & Co., Chartered Accountants, is a leading Chartered Accounting firm rendering comprehensive professional services which include Independent Audit & Assurance, Accounting & Corporate Support, Legal & Secretarial Support, Management Consulting, Tax Consultancy, Tax Audit and Advice on Indirect Taxes. The remuneration payable to the statutory auditors for the financial year 2025-26 has been fixed as Rs. 30,000/- plus applicable taxes and out of pocket expenses. The remuneration for the subsequent year(s) of their term shall be determined based on the recommendation of the Audit Committee and as mutually agreed between the Board of Directors of the Company and the Statutory Auditors.

M/s Ashish Bhoola & Co., Chartered Accountants, have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014. The Board of Directors recommends the ordinary resolution as per item No. 3 of the accompanying notice for approval of the members of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution as per item No. 3 of the notice.

**ITEM 4.**

Pursuant to the applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) the material related party transactions as set out in item no 4 of the resolution is being entered on arm's length basis with Shantilon Poly Private Limited.

As per Regulation 15 (2)(a), the compliance with certain regulations, inter-alia, provision of Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015, as amended, shall not be applicable. Hence, the compliance with Regulation 23 relating to related party transactions are not applicable to the Company.

The Company had invited tenders to sale its N.A. industrial land and building of Textile Division situated at Palsana, Surat, Gujarat. The Audit Committee and the Board, after considering various bids, noted that the secured lender and related party M/s Shantilon Poly Private Limited, has offered the proposal to buy the said property for a consideration of Rs. 10,00,00,000/- (Rupees Ten Crores Only), which was higher than the other bids received so in the larger interest of the company, the offer of Shantilon Poly Private Limited (a Related Party and Secured Creditor) has been considered by

the Board, subject to approval of members at General Meeting. It may be noted that the offer by said party is also higher than the value derived by the valuers in their valuation reports.

Since M/s Shantilon Poly Private Limited is a related party, the transaction falls under the purview of Section 188 of the Companies Act, 2013. Accordingly, the approval of shareholders by way of Ordinary Resolution is required, as the transaction is material in nature. In view of the same necessary resolution has been proposed for the approval of members by way of Ordinary resolution. The proceeds from the sale will be utilized toward payment of dues to the secured creditors, namely M/s Shantilon Private Limited & M/s Shantilon Poly Private Limited.

The Audit Committee and Board of Directors, after due consideration, have approved the proposed transaction, subject to the approval of the members of the Company.

The Board recommends the ordinary resolutions set out at Item No. 4 of the notice for approval of the members of the Company.

Details pursuant to Rule 15 of Companies (Meetings of Board and its power) Rules, 2014 are given below. As a good corporate governance practice, the disclosure pursuant to SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22<sup>nd</sup> November, 2021 are also provided hereunder:

Particulars	Details
Name of the Related Party;	M/s Shantilon Poly Private Limited
Name of the Director or KMP who is related, if any ;	Mr. Prabhudas Mohanbhai Gondalia, Managing Director
Nature of relationship;	Related Party as per Section 2(76) of Companies Act, 2013
Nature , material terms , monetary value and particulars of the proposed contract or arrangement ;	Sale of N.A. Industrial Land & Building of Textile Division situated at Palsana, Surat, for consideration of Rs. 10,00,00,000/-
Material terms including value and percentage considered material under SEBI LODR	Rs. 10 Crore, which exceeds the materiality threshold as per the provisions of section 188 Companies Act, 2013 and rules framed there under (i.e. 10% of annual turnover)
Whether the transaction is at arm's length basis and/or ordinary course of business	The transaction is on arm's length basis but not in the ordinary course of business, and the value is more than the limit prescribed under section 188 and rules framed there under hence requires members' approval under Section 188 of the Companies Act, 2013.
Rationale and benefit of the transaction	To liquidate non-core assets and utilize the proceeds towards settlement of secured debts of the Company; the offer is the highest and commercially viable considering the current market conditions and the asset's limitations
Copy of valuation reports obtained	Two valuation reports received from registered valuers have been obtained and while considering the offer of related party, the same have been considered by the Audit Committee and the Board. Valuations reports are also available for inspection.
Any other relevant information	Consent of first charge holder Shantilon Private Limited has been

	obtained. The proceeds will be used for settlement of dues to Shantilon Private Limited and Shantilon Poly Private Limited. All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013
--	--

Members may note that in terms of the proviso to Section 188(1) of the Companies Act, 2013, that no member of the company shall vote on such resolution, to approve any contract or arrangement which may be entered into by the Company, if such member is a related party and accordingly shall not vote under Item No.4.

Mr. Prabhudas Mohanbhai Gondalia, Managing Director of the Company may be deemed to be concerned or interested in the said resolution being relative of Director of M/s Shantilon Poly Private Limited Mr. Brijesh Gondalia. No other Director or KMP are interested in the resolution.

#### **ITEM 5.**

The Board of Directors of the Company at its meeting held on May 31, 2025, appointed Mr. Hiren Hasmukh Shah (DIN: 11104153) as an Additional Director of the Company (Category: Independent Director) for a first term of 5 years with effect from May 31, 2025, subject to the approval of the Members of the Company. Pursuant to Provisions of Sections 149 and 152 of the Companies Act, 2013 the Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. Hiren Hasmukh Shah as an Independent Director.

The Company has also received a notice in writing from a member proposing the candidature of Mr. Hiren Hasmukh Shah to be appointed as Director of the Company. The Company has received a declaration from Mr. Hiren Hasmukh Shah confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received Mr. Hiren Hasmukh Shah Consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He is not debarred from holding the office of a Director by virtue of any order issued by the Securities and Exchange Board of India or any other such authority.

In the opinion of the Board, Mr. Hiren Hasmukh Shah fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and he is independent of the management. Considering Mr. Hiren Hasmukh Shah's knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of Five years with effect from May 31, 2025.

Copy of letter of appointment of Mr. Hiren Hasmukh Shah setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mr. Hiren Hasmukh Shah, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

Except Mr. Hiren Hasmukh Shah, being the appointee, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5.

**ITEM 6.**

The Board of Directors of the Company at its meeting held on May 31, 2025, appointed Mrs. Nishtha Harivanshi Pamnani (DIN: 10881910) as an Additional Director of the Company (Category: Independent Director) for a first term of 5 years with effect from May 31, 2025, subject to the approval of the Members of the Company. Pursuant to Provisions of Sections 149 and 152 of the Companies Act, 2013 the Nomination and Remuneration Committee and the Board have recommended the appointment of Mrs. Nishtha Harivanshi Pamnani as an Independent Director.

The Company has also received a notice in writing from a member proposing the candidature of Mrs. Nishtha Harivanshi Pamnani to be appointed as Director of the Company. The Company has received a declaration from Mrs. Nishtha Harivanshi Pamnani confirming that she meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received from Mrs. Nishtha Harivanshi Pamnani consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. She is not debarred from holding the office of a Director by virtue of any order issued by the Securities and Exchange Board of India or any other such authority.

In the opinion of the Board, Mrs. Nishtha Harivanshi Pamnani fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for her appointment as an Independent Director of the Company and she is independent of the management. Considering Mrs. Nishtha Harivanshi Pamnani knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint her as an Independent Director for a period of Five years with effect from May 31, 2025.

Copy of letter of appointment of Mrs. Nishtha Harivanshi Pamnani setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mrs. Nishtha Harivanshi Pamnani, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

Except Mrs. Nishtha Harivanshi Pamnani, being the appointee, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 6.

**ITEM 7.**

Pursuant to provisions of Section 152 & 161 of the Companies Act, 2013 read with the applicable rules made thereunder, the Board of Directors of the Company ('Board') based on the recommendation of the Nomination and Remuneration Committee ('NRC'), has proposed the appointment of Mr. Haribhai Becharbhai Malvia (DIN: 00042683), aged 89 years on such terms and conditions as may be decided by board and shall be liable to retire by rotation.

Pursuant to Regulation 17(1A) of SEBI (LODR) Regulations, 2015 appointment of non-executive director who has attained the age of seventy-five years shall be approved by way of a special resolution.

In the opinion of the Board, his vast experience and aptitude will be helpful to the Company for strategical management aspects and thus prior approval of shareholders for his appointment with effect from July 1, 2025 is sought by way of special resolution.

Mr. Haribhai Becharbhai Malvia is not disqualified from being appointed as a Director (Non-Executive Non-Independent Director) in terms of Section 164 of the Act and has given his consent to act as a Director of the Company. He is not debarred from holding the office of a Director by virtue of any order issued by the Securities and Exchange Board of India or any other such authority.

Additional information in respect of Mr. Haribhai Becharbhai Malvia, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure A to this Notice.

Except Mr. Haribhai Becharbhai Malvia, being the appointee, none of the other Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 7.

**Annexure to the Notice of AGM dated 31<sup>st</sup> May, 2025.**

**Annexure-A**

**DETAILS OF DIRECTORS RETIRING BY ROTATION/ SEEKING APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING.**

**Item no. 2 & 7 of the Notice.**

Name of Directors	Mr. Prabhudas Mohanbhai Gondalia	Mr. Haribhai Becharbhai Malvia
DIN	00014809	00042683
Date of Birth	04/04/1947	01/08/1936
Designation/Category of Directorship	Managing Director	Non-Executive Non Independent Director
Date of first Appointment	10/10/2001	-
Experience	24 years	24 Years
Terms and Conditions of appointment/ Re-appointment	As per the resolution at item no.2	As per the resolution at item no.7
Qualification	F.Y. BSC	B.E. Mechanic/ Diploma in dairy engineering
Brief Profile and nature of expertise in specific functional areas	Mr. Prabhudas Mohanbhai Gondalia has been leading Prashant India Limited as its Chairman and Managing Director since October 10, 2001. He has rich and varied experience in the industry and has been involved in the operations of the company.	Mr. Haribhai Becharbhai Malvia, a qualified B.E. Mechanical and Diploma holder in Dairy Engineering, has been associated with Prashant India Limited for over 24 years. He brings with him extensive industry experience and technical expertise.
Name of the companies in which he holds directorship (other than Prashant India Limited)	None	None
Name of committees in which he holds membership/ chairmanship (other than Prashant India Limited)	None	None
Name of listed entities from which the person has resigned in the past three years	None	Cessation as an Independent Director on expiry of second term in Prashant India Limited

		w.e.f. closure of business hours on September 28, 2024.
Remuneration last drawn (including sitting fees, if any)	Nil	Not Applicable
No. of meetings of the Board attended during the year	10	4
Remuneration Proposed to be paid	As per resolution approved by the shareholders at the Annual General Meeting held on September 30, 2024.	Not Applicable
Relationship with other directors/ key managerial personnel	None	None
Shareholding in the company as on 31/03/2025	254224 Equity shares of Rs. 10/-	200 Equity shares of Rs. 10/-

**Item no. 5 of the Notice**

Name of Directors	Mr. Hiren Hasmukh Shah
DIN	11104153
Date of Birth	17/03/1989
Designation/category of the Director	Non-Executive Independent Director
Nationality	Indian
Date of Appointment	May 31, 2025
Qualification	Company Secretary and Master of Commerce
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	<p>Mr. Hiren Hasmukh Shah is a Practicing Company Secretary. Having Registration No. IDDB-DI-202505-073691 and he is exempt from passing the Independent Director exam. Mr. Hiren Hasmukh Shah is an accomplished Company Secretary with extensive experience of More than 9 years in Secretarial Compliance, Capital Restructuring, Corporate Advisory, Listing of securities (IPO Compliance), Compliance management for listed as well as unlisted Compliance, IPR related Matters, Foreign Direct Investment, compliance under Automatic/Approval route, Filing of FCGPR, FC-TRS and returns with RBI and related Compliance, Formation of NBFC Companies, Nidhi Companies, Joint Ventures, Registration of Trust, Co-operative Credit Societies etc.</p> <p>He has demonstrated proven capabilities in handling IPOs, due diligence and regulatory representations before various authorities.</p> <p>Mr. Hiren Hasmukh Shah is known for providing comprehensive compliance and consultancy services to a wide array of industries including Diamonds, Construction, Textiles, Technology, and Renewable Energy sectors.</p>
Experience and expertise in specific	Refer brief profile as stated above

functional area	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
Number of shares held in the Company	Nil
Name of the companies in which he holds directorship (other than Prashant India Limited)	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
Chairperson/membership of Committees in other Indian Companies (includes only Audit Committee and Stakeholders Relationship Committee)	Nil
Inter-se relationship with the other Directors and Key Managerial Personnel	Nil
Terms and conditions of appointment	Mr. Hiren Has Mukh Shah shall hold office for a term of Five consecutive years commencing from May 31, 2025 upto May 30, 2030. (both days inclusive)
Remuneration last drawn	None
Details of remuneration sought to be paid	Mr. Hiren Has Mukh Shah will be paid such sitting fees and commission as the Board may approve from time to time and subject to such limits prescribed under applicable laws from time to time.

**Item no. 6 of the Notice**

Name of Directors	Mrs. Nishtha Harivanshi Pamnani
DIN	10881910
Date of Birth	29/08/1993
Designation/category of the Director	Non-Executive Independent Director
Nationality	Indian
Date of Appointment	May 31, 2025
Qualification	Company Secretary and MBA (Finance)
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	<p>Mrs. Nishtha Harivanshi Pamnani is a qualified Company Secretary. Having Registration No. IDDB-PA-202401-055192, and is exempt from passing the Independent Director exam. She holds an MBA in Finance from Sikkim Manipal University and a BBA from Biyani Girls College, affiliated with the University of Rajasthan, providing her with a strong academic foundation in business and finance.</p> <p>With over 8 years of extensive experience in corporate governance, legal compliance, securities laws, and regulatory frameworks, she has served as Company Secretary and Compliance Officer in both listed and private companies across diverse sectors, including textiles, construction, and aquaculture.</p> <p>She brings in-depth expertise in secretarial practices, SEBI</p>

	regulations, corporate law, and board governance, along with practical knowledge of finance and accounting functions. Her well-rounded experience and governance-first approach make her well-suited for Independent Director roles, contributing effectively to strategic oversight and ethical corporate management.
Experience and expertise in specific functional area	Refer brief profile as stated above
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Number of shares held in the Company	Nil
Name of the companies in which he holds directorship (other than Prashant India Limited)	Kore Digital Limited
Name of listed entities from which the person has resigned in the past three years	Nil
Chairperson/membership of Committees in other Indian Companies (includes only Audit Committee and Stakeholders Relationship Committee)	<b>Kore Digital Limited</b> Audit Committee : Member
Inter-se relationship with the other Directors and Key Managerial Personnel	Nil
Terms and conditions of appointment	Mrs. Nishtha Harivanshi Pamnani shall hold office for a term of Five consecutive years commencing from May 31, 2025 upto May 30, 2030. (both days inclusive)
Remuneration last drawn	None
Details of remuneration sought to be paid	Mrs. Nishtha Harivanshi Pamnani will be paid such sitting fees and commission as the Board may approve from time to time and subject to such limits prescribed under applicable laws from time to time.

**By Order of the Board of Directors  
PRASHANT INDIA LIMITED**

**Sd/-  
Prabhudas Mohanbhai Gondalia  
Chairman & Managing Director  
DIN: 00014809**

**Place: Palsana  
Date: 31<sup>st</sup> May, 2025**

**Regd Office: Block No.456, National Highway No. 8,  
Palsana Char Rasta, Palsana, Taluka-Palsana,  
District- Surat 394315  
Email: [cs.prashantindia@gmail.com](mailto:cs.prashantindia@gmail.com)  
Website: [www.prashantindia.info](http://www.prashantindia.info)**