PADMANABH INDUSTRIES LTD.
(Formerly Known as Nilchem Industries Ltd.)

Date: 06/09/ 2025

To,
BSE LTD
P J Towers,
Dalal Street,
Mumbai-400 001

Sub: Notice of Annual General Meeting
Ref: Scrip Code: 526905

Dear Sir/Madam,

We hereby submitting the Notice of the Annual General Meeting (AGM) of the Company will be held on Tuesday, September 30, 2025 at 12.30 P.M. at registered office of the Company at 315/B Block, Sakar-9, Beside old Reserve Bank of India, Ashram Road, Near City Gold, Navrangpura, Ahmedabad, Gujarat 380009.

Kindly take the same on your Record

Thanking You

For, Padmanabh Industries Limited

DHAIRYA BHARATBHAI SHAH
Digitally signed by DHAIRYA BHARATBHAI SHAH
Date: 2025.09.06 16:38:15 +05'30'

……………………………………

Dhairya B. Shah
Managing Director
DIN : 11196986

NOTICE OF 31ST ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty first (31st) Annual General Meeting of the Company will be held on Tuesday, 30th September, 2025, at 12.30 p.m. at the Registered office of the Company situated at 315/B Block, Sakar-9, Beside old Reserve Bank of India, Near City Gold, Ashram Road, Navrangpura, Navrangpura, Ahmedabad, Ahmadabad City, Gujarat, India, 380009 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon.

2. To appoint a director in place of Mr. Dhairya Bharatbhai Shah (DIN: 11196986) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Appointment Of M/S. Dharti Patel & Associates, Practicing Company Secretary as Secretarial Auditor of The Company for a First Term of Five Years and to Pass with Or Without Modification(S):**

   To consider and, if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company, M/s. Dharti Patel & Associates, Practicing Company Secretary (Firm Registration No. 12801 & CP No: 19303), be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee/Board of Directors of the Company.

   "**RESOLVED FURTHER THAT** approval of the members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of Directors of the Company.

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

4. **Appointment of Mr. Dhairya Bharatbhai Shah (DIN: 11196986) as Managing Director of the Company:**

   To consider and, if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V to the said Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in terms of Regulation 17(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals as may be required, the consent of the members of the Company be and is hereby accorded for the appointment of Mr. Dhairya Bharatbhai Shah (DIN: 11196986) as the Managing Director of the Company for a term of 5 years with effect from 23rd July, 2025, on such terms and conditions, including remuneration, as set out in the explanatory statement annexed hereto, which forms part of this Notice.

   RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as "the Board", which term shall include the Nomination and Remuneration Committee) be and is hereby authorized to vary, alter or modify the terms and conditions of appointment, including remuneration, as may be agreed between the Board and Mr. Dhairya Bharatbhai Shah, subject to such approvals as may be required.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary to give effect to this resolution."

5. **Regularization of Ms. Manali Rajeshbhai Patel (DIN: 11196600) as a Non-Executive Director of the Company:**

   To consider and, if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to regularize the appointment of Ms. Manali Rajeshbhai Patel (DIN: 11196600), who was appointed as a Non-Executive Additional Director by the Board of Directors with effect from 23rd July, 2025, and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013, as a Non-Executive Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and other regulatory authorities."

6. **Regularisation of the appointment Mr. Rahul Parmar (DIN: 11210226) as a Non-Executive Independent Directors of the company:**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of section 149, 152 and read with Schedule IV and all other applicable provisions of the Companies Act, 2013, if any, and read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rahul Parmar (DIN: 11210226) who was appointed as Additional Independent Directors by the Board of Directors at their meeting with effect from 28th July, 2025 pursuant to provision of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, who has submitted declaration that she meet the criteria for independence as provided in section 149(6) of the Act and being eligible for appointment, the Company has received a notice in writing under Section 160 of the Companies Act, 2013 by Mr. Rahul Parmar (DIN: 11210226) proposing their candidature for the office of Directors, be and are hereby appointed as Independent Directors of the Company to hold office for term of 5 consecutive years and he will not be liable to retire by rotation."

RESOLVED FURTHER THAT, the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

7. **Regularisation of the appointment Mr. Harpalsinh Parmar (DIN: 11210165) as a Non-Executive Independent Directors of the company:**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of section 149, 152 and read with Schedule IV and all other applicable provisions of the Companies Act, 2013, if any, and read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Harpalsinh Parmar (DIN: 11210165) who was appointed as Additional Independent Directors by the Board of Directors at their meeting with effect from 28th July, 2025 pursuant to provision of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, who has submitted declaration that she meet the criteria for independence as provided in section 149(6) of the Act and being eligible for appointment, the Company has received a notice in writing under Section 160 of the

Companies Act, 2013 by Mr. Harpalsinh Parmar (DIN: 11210165) proposing their candidature for the office of Directors, be and are hereby appointed as Independent Directors of the Company to hold office for term of 5 consecutive years and she will not be liable to retire by rotation."

RESOLVED FURTHER THAT, the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the resolution."

Date: 03.09.2025 **By the order of the Board**
Place: Ahmedabad **PADMANABH INDUSTRIESLIMITED**

Sd/-
Dhairya Bharatbhai Shah
Managing Director
(DIN: 11196986)

NOTES:

1. The relevant Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of Special Business set out in item No. 3 to 7 is annexed hereto.

2. A member entitled to attend and vote at the Annual General Meeting (the "Meeting") 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 should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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.

3. Corporate members intended to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.

4. Members/Proxy holders are requested to bring their copy of Attendance slip sent herewith duly filled-in for attending the Annual General Meeting.

5. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday 24st September, 2025 to Tuesday 30th September, 2025 (both days inclusive).

6. The Shareholders are requested to notify their change of address immediately to the Registrars & Transfer Agent **M/s. Big Share Services Private Limited.** The Company or its registrar will not act on any request received directly from the shareholder holding shares in electronic form for any change of bank particulars or bank mandate. Such changes are to be advised only to the Depository Participant by the Shareholders.

7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.

8. Members intending to seek explanation /clarification about the Accounts at the Annual General Meeting are requested to inform the Company at least a week in advance of their intention to do so, so that relevant information may be made available, if the Chairman permits such information to be furnished.

9. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail.

10. PROCESS FOR MEMBERS OPTING FOR E-VOTING

i. In compliance with the provisions of Section 108 of the companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendments Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut –off date i.e. 23rd September, 2025 shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

iii. The remote e-voting will commence on Saturday 27th September, 2025 at 09.00 am and will ends on Monday, 29th September, 2025 at 5.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut- off date Tuesday 23rd September, 2025, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

iv. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

v. The facility for voting through Poll Paper would be made available at the AGM and the members attending the meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the meeting through Poll Paper. The members who have already cast their vote by remote e-voting prior to the meeting may also attend the meeting, but shall not be entitled to cast their vote again.

vi. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the company as on the Cut-off date i.e. 23rd September, 2025.

vii. The Company has appointed M/s. Dharti Patel & Associates, Practicing Company Secretary (COP No. 19303), Ahmedabad to act as the Scrutinizer for conducting the remote e- voting and voting at poll process in a fair and transparent manner.

viii. The Procedure and instructions for remote e-voting are as follows:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of Shareholders	**Login Method**
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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period; Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin . The system will authenticate the user by sending OTP on registered Mobile & 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.
Individual shareholders Holding securities in demat mode with NSDL	1. If you are already registered for NSDL IDeAS facility, please visit the e- Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial

	Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re- directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . Select "Register Online for IDeAS "Portalor 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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. CDSL and NSDL

Login type	Helpdesk Details
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 022-23058738 and 022-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

ix. Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id/ folio number in the Dividend Bank details field.

x. After entering these details appropriately, click on "SUBMIT" tab.

xi. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

xii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xiii. Click on the EVSN for the relevant Padmanabh Industries Limited on which you choose to vote.

xiv. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

xv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

xvi. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

xvii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

xviii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xix. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

xx. Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com .

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; padmanabhindustries@gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Contact Details:

Company Registered Office	**Padmanabh Industries Limited** 315/B Block, Sakar-9, Beside old Reserve Bank of India, Ashram Road, Near City Gold, Navrangpura, Ahmedabad, Gujarat 380009, India
Registrar & Share Transfer Agent	**Bigshare Services Private Limited** A-802 Samudra Complex,Near Klassic Gold Hotel, Off C G Road Navrangpura, Ahmedabad- 380 009 E-Mail: bssahd@bigshareonline.com
E-voting Agency	**Central Depository Services (India) Limited** E-mail ID: helpdesk.evoting@cdslindia.com Phone: 022- 22723333 / 8588

Explanatory Statement
(Pursuant to Section 102 of the Companies Act, 2013)

ITEM NO. 3
Appointment Of M/S. Dharti Patel & Associates, Practicing Company Secretary as Secretarial Auditor of The Company for A First Term of Five Years and To Pass with Or Without Modification(S): Ordinary Resolution

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 ("SEBI Listing Regulations"), on the basis of recommendation of Board of Directors, the Company shall appoint or re-appoint an individual as Secretarial Auditor for not more than one term of five consecutive years; or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of the shareholders in Annual General Meeting ("AGM").

Based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Dharti Patel & Associates, Company Secretaries in Practice, (CP No. 19303), as the Secretarial Auditors of the Company for a period of five consecutive financial years from 2024-25 to 2028-29. The appointment is subject to shareholders' approval at the AGM. While recommending Dharti Patel & Associates for appointment, the Audit Committee and the Board based on past audit experience of the audit firm particularly in auditing large companies, valuated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the various business segments, the clientele it serves, and its technical expertise.

Pursuant to Regulation 36(5) of SEBI Listing Regulations as amended, the credentials and terms of appointment of will be discussed thereon. None of the Directors or key managerial personnel or their relatives is in any way concerned or interested, financially or otherwise in the said resolution

ITEM NO. 4
Appointment of Mr. Dhairya Bharatbhai Shah (DIN: 11196986) as Managing Director of the Company

The Board of Directors of the Company, at its meeting held on 23rd July, 2025, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Dhairya Bharatbhai Shah (DIN: 11196986) as the Managing Director of the Company for a period of 5 years with effect from that date, subject to the approval of the shareholders at the ensuing Annual General Meeting. His leadership and vision are expected to contribute significantly to the growth and development of the Company.

None of the Directors, Key Managerial Personnel (KMPs) of the Company and their relatives, except Mr. Dhairya Bharatbhai Shah and his relatives, are concerned or interested, financially or otherwise, in the said resolution.

Further, the company has proposed their appointment in the item number 4 of the notice, for the period of 5 (five) years subject to the ratification by the members at every Annual General Meeting.

The Board commends the Ordinary Resolutions set out at Item Nos. 3 of the Notice for approval by the members.

None of the directors and key managerial personnel are interested in these resolutions.

ITEM NO. 5

Regularization of Ms. Manali Rajeshbhai Patel (DIN: 11196600) as a Non-Executive Director of the Company

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Manali Rajeshbhai Patel (DIN: 11196600) as a Non-Executive Additional Director of the Company with effect from 23rd July, 2025, pursuant to Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company.

Ms. Manali Rajeshbhai Patel holds office as an Additional Director up to the date of this Annual General Meeting. The Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for appointment as a Non-Executive Director of the Company, liable to retire by rotation.

Relevant details of Ms. Manali Rajeshbhai Patel as required under SEBI Circular CIR/CFD/CMD/4/2015 and Regulation 36(3) of the SEBI (LODR) Regulations, 2015 are provided in Annexure 2 to this Notice.

None of the Directors or Key Managerial Personnel (KMP) of the Company and their relatives, except Ms. Manali Rajeshbhai Patel and her relatives, are concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO. 6.

Regularisation of the appointment Mr. Rahul Parmar (DIN: 11210226) as a Non- Executive Independent Directors of the company:

Mr. Rahul Parmar (DIN: 11210226), is a qualified graduate from the Recognized University. He has a well experience in the field of Trading and Marketing of the Products. He is able to guide the Company regarding market demand and other risk management regarding the products of the Company. He was appointed as Additional Directors of the Company with effect from 29/07/2025 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, he holds office up to the date of this ensuing Annual General Meeting and he is eligible for the appointment as Non-Executive Independent Directors not liable to retire by rotation. he gave his declarations to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act.

Except Mr. Rahul Parmar (DIN: 11210226), none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.5 of the Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board commends the Ordinary Resolution set out at Item No. 5 of the Annual General Meeting Notice for approval by the members.

ITEM NO. 7

Regularisation of the appointment Mr. Harpalsinh Parmar (DIN: 11210165) as a Non-Executive Independent Directors of the company:

Mr. Harpalsinh Parmar (DIN: 11210165), is a qualified graduate from the Recognized university in the field of Commerce. He has knowledge to Accounting and Tax Related Matters. He was appointed as Additional Directors of the Company with effect from 29/07/2025 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, he holds office up to the date of this ensuing Annual General Meeting and he is eligible for the appointment as Non-Executive Independent Directors not liable to retire by rotation. he gave his declarations to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act.

Except Mr. Harpalsinh Parmar (DIN: 11210165), none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.6 of the Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board commends the Ordinary Resolution set out at Item No. 6 of the Annual General Meeting Notice for approval by the members.

Date: 03.09.2025
Place: Ahmedabad

By the order of the Board
PADMANABH INDUSTRIESLIMITED

Sd/-
Dhairya Bharatbhai Shah
Managing Director
(DIN: 11196986)

Details of Directors seeking Appointment at the forthcoming Annual General Meeting

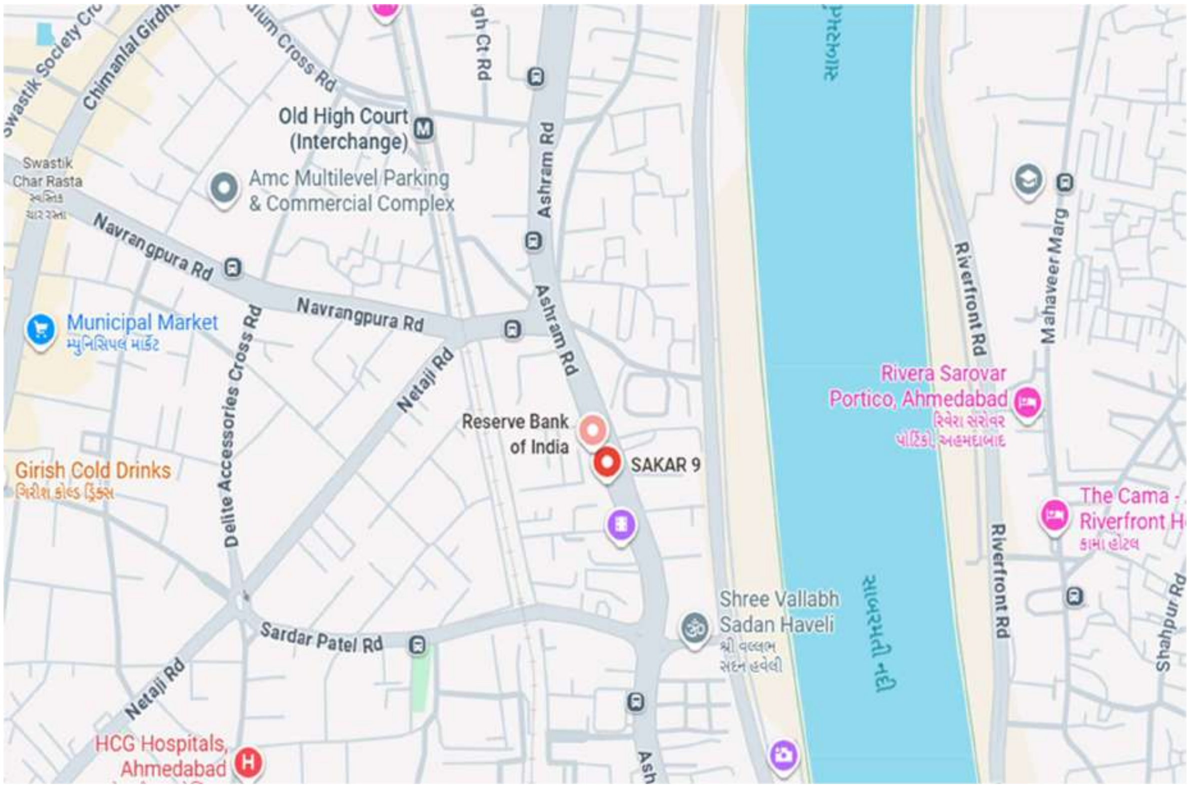
Name of the Director	**Mr. Dhairya Bharatbhai Shah**
Director Identification Number (DIN)	11196986
Designation for which Appointed	Non-Executive Independent Director
Date of Birth	19/07/1997
Nationality	Indian
Date of Appointment on Board	23/07/2025
Qualification	Professional
Brief Profile	Mr. Dhairya Bharatbhai Shah is Graduate in Commerce from the Recognized University. He has a well experience in the field of Marketing. He also able to handle the daily affairs of the Company.
Shareholding in the Company	Nil
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	Nil
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	1. Member of Audit Committee in Padmanabh Industries Limited

***There are no inter-se relationships between the Board Members.**

Name of the director	Ms. Manali Rajeshbhai Patel	Mr. Rahul Parmar	Mr. Harpalsinh Parmar
Director Identification Number (DIN)	11196600	11210226	11210165
Designation for which Appointed	Non-Executive Director	Non-Executive Independent Director	Non-Executive Independent Director
Date of Birth	03/07/1992	19/03/1995	14/07/1999
Nationality	Indian	Indian	Indian
Date of Appointment on Board	23/07/2025	29/07/2025	29/07/2025
Qualification	Graduate	Graduate	Graduate
Brief Profile	Ms. Manali Rajeshbhai Patel is Graduate in Commerce from the Recognized University. She has an experience of more than 3 years in the field of Accounting. She has well knowledge regarding Finance and Other Account Related work.	Mr. Rahul Parmar has a well experience in the field of Trading and Marketing of the Products. He is able to guide the Company regarding market demand and other risk management regarding the products of the Company.	Mr. Harpalsinh Parmar is graduate from the Recognized university in the field of Commerce. He has knowledge to Accounting and Tax Related Matters.
Shareholding in the Company	Nil	Nil	Nil
List of Directorships held in other Companies (excluding foreign, private and Section 8 Companies)	Nil	Nil	Nil
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public Companies	Chairman of Stakeholder Relationship Committee and Member of Audit and Nomination Remuneration Committee of Padmanabh Industries Limited	Chairman of Audit Committee and Member of stakeholder Relationship Committee and Nomination Remuneration Committee of Padmanabh Industries Limited	Chairman of Nomination Remuneration Committee and Member of stakeholder Relationship Committee of Padmanabh Industries Limited

***There are no inter-se relationships between the Board Members.**

Route Map to the Venue of AGM



PADMANABH INDUSTRIES LIMITED

315/B BLOCK, SAKAR-9, BESIDE OLD RESERVE
BANK OF INDIA, ASHRAM ROAD, NEAR CITY GOLD,
NAVRANGPURA, AHMEDABAD, GUJARAT 380009, INDIA

FORM MGT-11 PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)]

Name of Member(s)	
Registered Address	
E-mail id	
Folio No.	
DP Id	
Client Id	

I / We, being the Member(s) holding ________________ shares of Padmanabh Industries Limited, hereby appoint:

1. Name ____
   Address ____
   ____
   Email Id ____
   Signature ____or failing him / her,
2. Name ____
   Address ____
   ____
   Email Id ____
   Signature ____or failing him / her,

as my / our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the ANNUAL GENERAL MEETING of the Company to be held on 30th September, 2025 at 12.30 P.M (IST) at the Registered Office: 315/B Block, Sakar-9, Beside old Reserve Bank of India, Near City Gold, Ashram Road, Navrangpura, Ahmadabad, Gujarat, India, 380009 and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Ordinary business:

1. Adoption of Financial Statements of Financial Year Ended as on 31st March, 2025
2. To appoint a Director of Mr. Dhairya Bharatbhai Shah (DIN: 11196986), who retires by rotation, and being eligible offers him for re-appointment.

Special business:

3. Appointment of M/s. Dharti Patel & Associates as a Secretarial Auditor.
4. Appointment of Mr. Dhairya Bharatbhai Shah (DIN: 11196986) as Managing Director of the Company.
5. Regularization of Ms. Manali Rajeshbhai Patel (DIN: 11196600) as a Non-Executive Director of the Company.
6. Regularisation of the appointment Mr. Rahul Parmar (DIN: 11210226) as a Non-Executive Independent Directors of the company.

7. Regularisation of the appointment Mr. Harpalsinh Parmar (DIN: 11210165) as a Non-Executive Independent Directors of the company.

Affix Re. 01 Revenue Stamp

Signed this ________________________ day of ____________ 2025

Signature of Shareholder: ________________________

Signature of Proxy holder(s): ________________________

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

MGT-12 ATTENDANCE FORM/ BALLOT FORM
(TO BE USED BY SHAREHOLDERS PERSONALLY PRESENT/THROUGH PROXY AT THE MEETING AND HAVE NOT OPTED FOR E-VOTING)

Name & Registered Address :
of the Sole / First Named :
Member :
Name of the joint holders :
Registered Folio No / :
DP ID No. / Client ID No :
Number of Shares held :

I / We hereby exercise my / our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting of M/s. Padmanabh Industries Limited on 30th September, 2025 at 12.30 P.M (IST), by conveying my / our assent or dissent to the resolutions by placing tick (√) mark in the appropriate box below:

Sr. No.	Resolutions	No. of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
	Ordinary Business			
1.	Adoption of Financial statements for F.Y.2024-25.			
2.	2. To appoint a director in place of Mr. Dhairya Bharatbhai Shah (DIN: 11196986) who retires by rotation and being eligible, offers himself for re-appointment			
	Special business			
3	Appointment Of M/S. Dharti Patel & Associates, Practicing Company Secretary as Secretarial Auditor of The Company for a First Term of Five Years and to Pass with Or Without Modification(S):			
4.	Appointment of Mr. Dhairya Bharatbhai Shah (DIN: 11196986) as Managing Director of the Company			
5.	Regularization of Ms. Manali Rajeshbhai Patel (DIN: 11196600) as a Non-Executive Director of the Company			
6.	Regularisation of the appointment Mr. Rahul Parmar (DIN: 11210226) as a Non-Executive Independent Directors of the company			

7.	Regularisation of the appointment Mr. Harpalsinh Parmar (DIN: 11210165) as a Non-Executive Independent Directors of the company			

Place:
Date :

(Signature of the Shareholder/Proxy)

Note:
This Form is to be used for exercising attendance/ voting at the time of Annual General Meeting to be held on, the 30th September, 2025 by shareholders/proxy. Duly filled in and signed ballot form should be dropped in the Ballot box kept at the venue of AGM.