



NOTICE

NOTICE is hereby given that an Extraordinary General Meeting of the Members of Nishant Aromas Private Limited (the "Company") will be held on Wednesday, 01st July, 2026 at 604, 605, 606, Lotus Business Park, Ram Baug Lane, Off S.V Road, Malad (West), Mumbai 400064, Maharashtra, India at 11:00 a.m. to transact the following business: -

SPECIAL BUSINESS:

1. AVAILING TERM LOAN FACILITY FROM SVC CO-OPERATIVE BANK LTD, MALAD WEST BRANCH:

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

"RESOLVED that pursuant to the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder, including any statutory modification(s) and re-enactment(s) thereof for the time being in force, the approval of the members of the Company be and is hereby granted to accept the terms and conditions of the sanction letter dated 22nd May, 2026 received from SVC Co-operative Bank Ltd., Malad (West) branch (the "Bank") and renewals/amendments thereto if any from time to time and avail the credit facilities to the extent of Rs.3,00,00,000/- (Rupees Three Crore) being Open Term Loan of Rs.1,40,00,000/- (Rupees One Crore and Forty Lakh) for construction of warehouse and Open Term Loan of Rs.1,60,00,000/- (Rupees One Crore and Sixty Lakh) for Purchase of plant & machinery with interest as mentioned in the said Sanction Letter.

RESOLVED FURTHER THAT the approval of the members of the Company be and is hereby granted to hypothecate, pledge, and / or charge any or all of the following assets:

All plant and machinery, other assets etc. and all other tangible movable assets, assets imbedded in the earth, plant machinery, furniture, fixtures, fittings & other installation, civil work, cranes, computers and other accessories, Vehicles together with spares tools and accessories and all other articles of the Company (present & future) lying at land known as S.No.71, Hissa No.1, Hissa No. 3, Hissa No. 4, Hissa No. 5 and Hissa No. 6 situated at Dehen, Tal. Dapoli, Dist. Ratnagiri or in the custody of any person who are mercantile agents of the Company or in the course of transit or on high seas or on order or delivery, howsoever and whatsoever.

RESOLVED FURTHER THAT Mr. Sandeep Laxmikant Harlalka, the Whole-time director of the Company, be and is hereby authorised sign all the bank documents, including share membership documents, demand promissory note, acknowledgement of debt, sanction letters, documents for renewal or enhancement of loans and all such other related loan and security documents in respect of the aforesaid facilities in favour of the Bank on behalf of the Company.





NISHANT AROMAS PRIVATE LIMITED

RESOLVED FURTHER THAT the members hereby take note that the following properties are also proposed to be offered as security in relation to the aforesaid credit facilities:

Sr. No.	Description of the Property	Owned and possessed by
1.	All the piece of Agricultural land known as S. No. 71 Hissa No. 1, area 3.27.0 plus kharaba 1.14.0, and Non-agricultural land known as S. No. 71, H. No. 3 area 3.00.0 plus kharaba 0.94.0 situated at revenue village Dehen, Talathi Saja Sukondi, Tal. Dapoli, Dist. Ratnagiri, along with structure constructed / to be constructed thereon.	Mr. Laxmikant Hanumanprasad Harlalka
2.	All the piece of Agricultural land known as S. No. 71 Hissa No. 4, area 0.55.50 plus kharaba 0.25.50 (out of area 1.11.0 plus kharaba 0.51.0), situated at revenue village Dehen, Talathi Saja Sukondi, Tal. Dapoli, Dist. Ratnagiri, along with structure constructed / to be constructed thereon.	Mr. Sanjay Laxmikant Harlalka and Mr. Sandeep Laxmikant Harlalka
3.	All the piece of Agricultural land known as S. No. 71 Hissa No. 5, area 0.32.0 plus kharaba 0.10.0, situated at revenue village Dehen, Talathi Saja Sukondi, Tal. Dapoli, Dist. Ratnagiri, along with structure constructed / to be constructed thereon.	Mr. Laxmikant Hanumanprasad Harlalka
4.	All the piece of Agricultural land known as S. No. 71 Hissa No. 6, area 0.28.0 plus kharaba 0.08.0, situated at revenue village Dehen, Talathi Saja Sukondi, Tal. Dapoli, Dist. Ratnagiri, along with structure constructed / to be constructed thereon.	Mr. Laxmikant Hanumanprasad Harlalka

RESOLVED FURTHER THAT the Company be and is hereby authorised to purchase 2500 nos. of shares of Rs. 10/- each plus Rs. 500/- as admission fee from SVC Co-operative Bank Ltd. and become members of the said bank, in order to avail the aforesaid credit facilities offered by the bank to the Company, in terms of the sanction letter dated 22nd May, 2026.

RESOLVED FURTHER THAT all the Directors of the Company be and are hereby severally authorised to sign and file all necessary forms, returns and documents with the Registrar of Companies and other statutory authorities, including form CHG-1 and/or any other applicable forms, and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

For and on behalf of Board of directors of
Nishant Aromas Private Limited

Pawan Kumar Banwarilal Sharma
Whole-time Director

DIN: 08485637

Address: B/1201, Vrindavan Tower, Padma Nagar,
Chikoowadi, Borivali West, Mumbai 400092,
Maharashtra, India.

Date: 23rd May, 2026

Place: Mumbai



NOTES:

- (a) A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself only on a poll and the proxy (ies) need not be a member. A proxy form is attached herewith.
- (b) Explanatory Statement under Section 102 of the Companies Act, 2013 is annexed hereto.
- (c) Route Map is enclosed herewith.
- (d) Attendance Slip is enclosed herewith.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER:

Item No. 1:

AVAILING TERM LOAN FACILITY FROM SVC CO-OPERATIVE BANK LTD, MALAD WEST BRANCH:

The Board of directors of the Company at the Board meeting held on 23rd May, 2026 discussed the proposal of availing term loan facility for an amount not exceeding INR 3,00,00,000 (Rupees Three Crore) from SVC Co-operative Bank Ltd, Malad West Branch (the "Bank") for construction of warehouse / Reimbursement of capex incurred / to be incurred and purchase of plant & machineries, equipment, electrical installation, utilities, electrifications and other misc. capex / Reimbursement of capex incurred / to be incurred at Dapoli Unit on the terms, conditions and securities mentioned in the Sanction letter dated 22nd May, 2026 and to create such security interest over the properties and assets mentioned in the proposed resolution.

Further, one of the conditions of the sanction is that, being a co-operative bank, the Company has to become a member of the bank by purchasing 2500 shares of the bank at a cost of Rs. 10 /-per share plus admission fee of Rs. 500/-.

As per Section 186(3) of the Companies Act, 2013, where the aggregate of the loans and investment so far made, the amount for which guarantee or security so far provided to or in all other bodies corporate along with the investment, loan, guarantee or security proposed to be made or given by the Board, exceeds 60% of paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more of the Company, no investment or loan shall be made or guarantee shall be given or security shall be provided unless previously authorised by a special resolution passed in a general meeting by members.

Since aggregate amount of all the loans / guarantees / security / investments so far made together with the proposed amount of security to be provided and shares to be purchased for availing term loan facility from SVC Co-operative Bank Ltd. exceeds of the limits prescribed under Section 186(2) of the Companies Act, 2013, approval of members by way of special resolution is required.

Hence, the Board of Directors of your Company recommends the resolution for the member's approval for proposed resolution as set out under item no. 1 of the Notice to be approved, as a Special Resolution.

Following are the additional disclosures under section 102 of the Companies Act, 2013:

Particular	Remarks
i) To specify the nature of the concerned or interested financial or otherwise, of every director and the manager and of every other key managerial personnel (KMP) and relatives of the said persons.	Nil
ii) To specify any other information and facts that may enable the members to understand the meaning scope and implications of the items of business and to take a decision thereon.	As above
iii) Where any item of Special Business to be transacted at the meeting relates to or affects any other Company, the extent of shareholding interest in that other Company of every promoter director, manager and of every other	Nil

key managerial personnel of the first mentioned company also to be set out in explanatory statement if such shareholding is not less than two percent of the paid-up share capital of that company. iv) Where any document is referred to any Business to be transacted at the meeting, specification of time and place for inspection of such document.	Necessary documents are available for inspection of members at the Registered Office of the Company during normal business hours (9.00 a.m. to 5.00 p.m.) on any working day including the date of the Extra Ordinary General Meeting.
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For and on behalf of Board of directors of
Nishant Aromas Private Limited

Pawan Kumar Banwarilal Sharma
Whole-time Director
DIN: 08485637
Address: B/1201, Vrindavan Tower, Padma Nagar,
Chikoowadi, Borivali West, Mumbai 400092,
Maharashtra, India.

Date: 23rd May, 2026
Place: Mumbai

Form No. 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]

CIN : U74999MH2019PTC326261
Name of the Company : Nishant Aromas Private Limited
Registered office : 604, 605 and 606, Lotus Business Park, Ram Baug Lane, Off S.V Road, Malad (West), Mumbai 400064, Maharashtra, India

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We, being the member (s) of equity shares of Rs.10 each of Nishant Aromas Private Limited, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:....., or failing him

2. Name:
Address:
E-mail Id:
Signature:....., or failing him

3. Name:
Address:
E-mail Id:
Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting (EGM) of the Company to be held on Wednesday, 01st July, 2026 at 604, 605, 606, Lotus Business Park, Ram Baug Lane, Off S.V Road, Malad (West), Mumbai 400064, Maharashtra, India at 11:00 a.m. and at any adjournment thereof in respect of such resolution as are indicated below:

SR No.	Resolutions
SPECIAL BUSINESS	
1.	Availing Term Loan Facility from SVC Co-operative Bank Ltd, Malad West Branch.

Signed this day of..... 2026

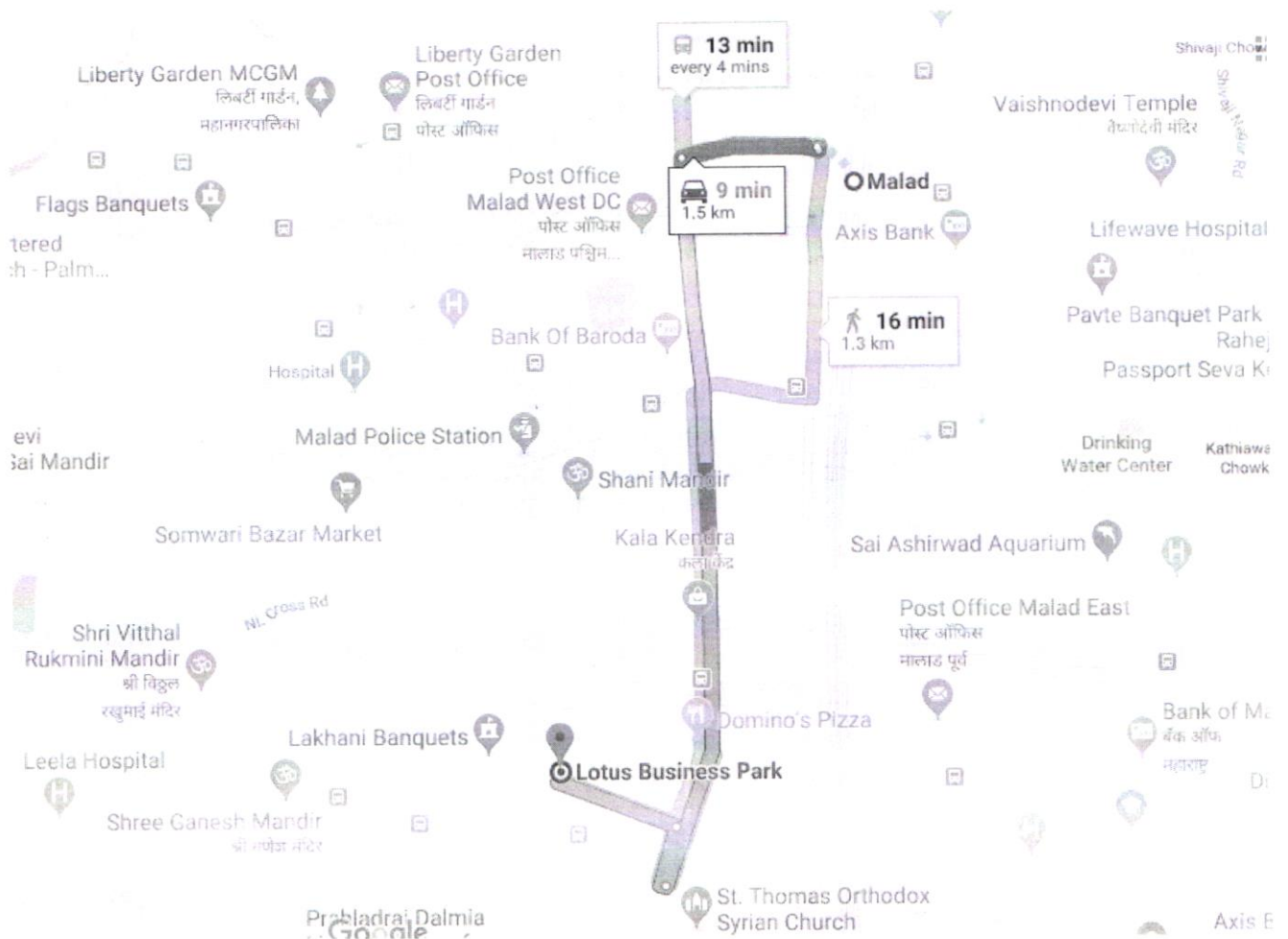
Signature of member

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.

ROUTE MAP



ATTENDANCE SLIP FOR EXTRAORDINARY GENERAL MEETING
OF
NISHANT AROMAS PRIVATE LIMITED

Date: 01st July, 2026

Time: 11:00 a.m.

Venue: 604, 605, 606, Lotus Business Park, Ram Baug Lane, Off S.V Road, Malad (West), Mumbai 400064, Maharashtra, India.

Name and Registered address
of Sole / First named member :

Name(s) of Joint Holders, if any :

Ledger Folio / DP ID & Client ID No. :

Number of Shares held :

Please tick in the box ☐ Member ☐ Proxy :

Member's Signature

Name of the Proxy in Block Letter

Proxy's Signature