



NOTICE

Sense you Trust....

NOTICE is hereby given that an Extraordinary General Meeting of the Members of Nishant Aromas Private Limited (the "Company") will be held on Thursday, 09th July, 2026 at 604, 605, 606, Lotus Business Park, Ram Baug Lane, Off S.V Road, Malad (West), Mumbai 400064, Maharashtra, India at 05:00 p.m. to transact the following business: -

SPECIAL BUSINESS:

1. AVAILING WORKING CAPITAL TERM LOAN FACILITY FROM ICICI BANK LIMITED:

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 avail following facilities / limits ("**the Facility**") from ICICI Bank Limited ("**ICICI Bank**") on the terms and conditions set out in the ECLGS - 571216096 dated 09th July, 2026 issued by ICICI Bank or any amendments, renewals or modification made thereto by ICICI Bank from time to time for meeting the working capital requirements of the Company and for creation of current assets.

- Working Capital Term Loan (ECLGS) aggregating upto Rs. 15.6 million.

RESOLVED FURTHER THAT the members of the Company do hereby approve that in case of exigencies, the Company may avail any temporary overdraft facility and/or temporary accommodation ("**Temporary Facilities**"), as may be sanctioned at the sole discretion of ICICI Bank and on terms and conditions as may be stipulated by ICICI Bank. The Facility and Temporary Facilities shall, hereinafter, be collectively referred to as "**Facilities**".

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

1. Plot No. 6 admeasuring about 1460 sq. meters, Plot No. 7 admeasuring about 1121 sq. meters and Plot No. 8 admeasuring about 1190.37 sq. meters bearing Survey Nos. 441/1 (Part), 433/2 (Part), 433/3 (Part), and 433/4 (Part) of Village Mahim, Taluka and District - Palghar in the Registration District and Sub-District of District of Palghar together with all buildings and structures thereon and all plant and machinery attached to the earth or permanently fastened to anything attached to the earth, both present and future.
2. Current Assets.

RESOLVED FURTHER THAT the members do hereby take note that personal guarantees of Laxmikant Harlalka, Sanjay Harlalka, Sandeep Harlalka, Ramakant Harlalka, Nishant Harlalka, Nikunj Harlalka and Urmila Harlalka would also be provided in connection with the proposed working capital term loan facility.

RESOLVED FURTHER THAT Mr. Pawan Kumar Banwarilal Sharma, Whole-time Director of the Company, be and is hereby authorised to -

- convey acceptance of the CAL to ICICI Bank;





NISHANT AROMAS PRIVATE LIMITED

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- appoint Security Trustee, if so required by ICICI Bank;
- negotiate, finalise, settle and approve the draft documents governing the Facilities and security there for in a form acceptable to ICICI Bank;
- procure and furnish security for the Facilities in the manner required by ICICI Bank;
- request such person(s) indicated in the CAL or as stipulated by ICICI Bank to provide security for the Facilities as stipulated;
- seek, from time to time, alteration in the components of the Facilities within the overall aggregate;
- seek and avail extension / renewal of the Facilities, from time to time, on such terms and conditions as may be settled with ICICI Bank.
- complete all statutory, regulatory and other formalities for availing / extending / renewing the Facilities and providing the security there for in the manner stipulated by ICICI Bank;
- execute fair engrossments of approved documents including security documents in the manner required by ICICI Bank, including in favour of Security Trustee;
- accept amendment(s) to any of the executed documents as may be suggested by ICICI Bank from time to time and execute all such documents to give effect to the amendment;
- execute / furnish / authenticate / certify / collect / acknowledge / submit all deeds, documents, undertakings, declarations, letters, applications, statements, outstanding dues, acknowledgement of debt, etc. in respect of the Facilities as may be required by ICICI Bank from time to time;
- to do such acts, deeds and things for completing all statutory, regulatory and other formalities post documentation and security creation, as may be required from time to time, within the time limit stipulated under law or by ICICI Bank.

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,
Chikooowadi, Borivali West, Mumbai 400092,
Maharashtra, India.

Date: 09th July, 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.

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,
Chikooowadi, 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 Thursday, 09th July, 2026 at 604, 605, 606, Lotus Business Park, Ram Baug Lane, Off S.V Road, Malad (West), Mumbai 400064, Maharashtra, India at 05:00 p.m. and at any adjournment thereof in respect of such resolution as are indicated below:

SR No.	Resolutions
	SPECIAL BUSINESS
1.	Availing Working Capital Term Loan Facility from ICICI Bank Limited

Signed this day of..... 2026

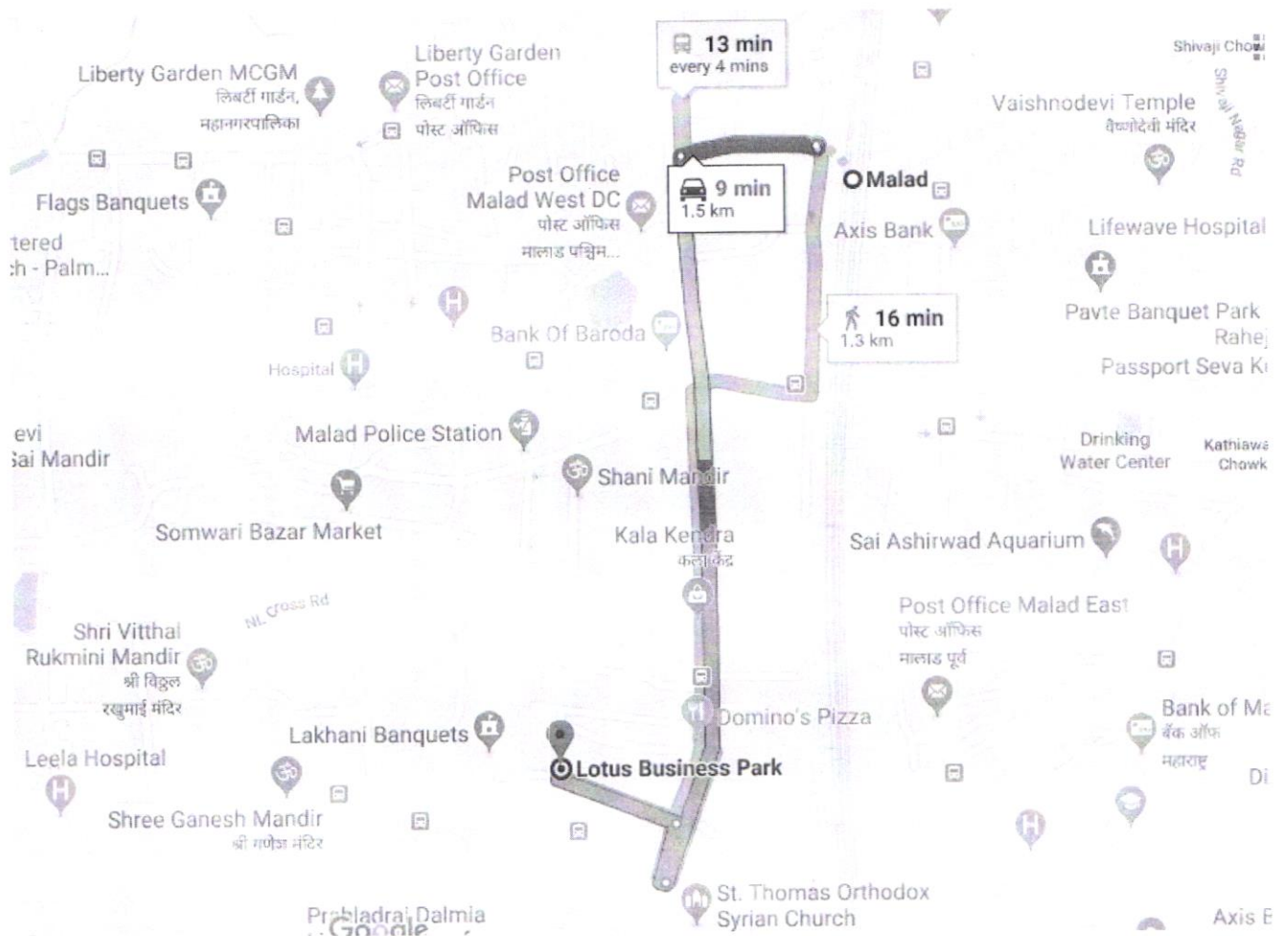
Signature of member

Signature of Proxy holder(s)

Affix a Revenue
Stamp

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: 09th July, 2026

Time: 05:00 p.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