ADVIT JEWELS LIMITED

(Formerly Known as Advit Jewels Private Limited)

Corporate Office: Flat No. 201 and Basement, Pearl Premier, Plot No. 4, Jamna Lal Bajaj Marg, C-Scheme, Jaipur – 302001, Rajasthan, India

Ref: AJL/CS/2026-27/21
To,
BSE Limited
Department of Corporate Services
Pheroze Jeejeebhoy Towers, Dalal Street,
Mumbai –400001
Scrip Code: 544803

Date: 31.08.2026
To,
National Stock Exchange Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex, Mumbai – 400051
Trading Symbol: RAMBHAJO

Subject: Notice of the 7th Annual General Meeting ("AGM") for Financial Year 2025-26 of the Company

Dear Sir/Madam,

In continuation of our letter dated August 10, 2026 and in compliance with the provisions of the Companies Act, 2013, read with the rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and applicable circulars issued by the Ministry of Corporate Affairs (MCA), as amended, from time to time, the 7th AGM of the Company will be held on Monday, 28th September 2026 at 04:00 PM (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). Pursuant to the requirements of the Regulation 34(1) of the Listing Regulations, please find enclosed herewith, the Notice of 7th AGM of the Company for FY 2025-26, which is being sent through electronic mode to those Members of the Company whose e-mail address(es) are registered with the Company/ Depository Participants ("DPs").

Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter being sent to those Members who have not registered their email address(es) with the Company / DPs, providing the web-link including the exact path, from where the Notice of 7th AGM can be accessed on the Company's website i.e. https://rambhajo.com/investor-relations/#e-n-tab-title-1347782063.

E-Voting Information:

Particulars	**Details**
Cut-off date for Determining the eligibility to vote at the 7th AGM	Monday, September 21, 2026
Day, Date and time of commencement of remote E-voting	Friday, September 25, 2026 at 09:00 A.M.(IST)
Day, Date and time of end of remote E-voting	Sunday, September 27, 2026 at 05:00 P.M. (IST)
E-voting website of National Securities Depository Limited (NSDL)	https://www.evoting.nsdl.com/

The details such as (i) registering/updating email address (ii) casting vote through e-voting facility and (iii) attending the AGM through VC/ OAVM are set out in the Notice of AGM. Kindly take the same on record.

Thanking You,
Yours faithfully
For Advit Jewels Limited

PRATIBHA SONI Digitally signed by PRATIBHA SONI
Date: 2026.08.31 11:59:14 +05'30'

Pratibha Soni
Company Secretary and Compliance Officer
M. No.: A71116

Encl: as above

Notice

NOTICE is hereby given that the 7th Annual General Meeting ("AGM") of the members of ADVIT JEWELS LIMITED (formerly known as Advit Jewels Private Limited) ("the Company") will be held on Monday, September 28, 2026 at 04.00 P.M. (IST) through Video Conferencing (VC) or other Audio Visual Means (OVAM) facility, to transact the businesses mentioned below:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company together with the Report of the Board of Directors and Auditors thereon for the financial year ended March 31, 2026.

2. To appoint a director in place of Mr. Prateek Gilara, Whole time Director (DIN:03499186) who retires by rotation and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS:

3. APPOINTMENT OF M/S. ATCS & ASSOCIATES, COMPANY SECRETARIES, AS THE SECRETARIAL AUDITORS OF THE COMPANY FOR A TERM OF FIVE (5) CONSECUTIVE YEARS

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, and based on the recommendation of the Audit Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for the appointment of **M/s. ATCS & ASSOCIATES**, Practising Company Secretaries, holding Peer Review Certificate No. 3381/2023, as the Secretarial Auditors of the Company for a term of five consecutive financial years, commencing from Financial Year 2026-27 and ending with Financial Year 2030-31, to conduct the Secretarial Audit of the Company and to furnish the Secretarial Audit Report, at such remuneration as may be determined by the Board of Directors of the Company in consultation with the Secretarial Auditors.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company the Chief Financial Officer and the Company Secretary be and are hereby severally authorized to take from time to time all decisions and such steps as may be necessary and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate and settle any question, difficulty or doubt that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

4. APPOINTMENT OF MR. ABHISHEK GILARA (DIN: 03499248), AS JOINT MANAGING DIRECTOR OF THE COMPANY

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

"**RESOLVED THAT** pursuant to Section 161 of the Companies Act, 2013 ("the Act''), and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) and Rules made thereunder and Articles of Association of the Company, Mr. Abhishek Gilara (DIN: 03499248), who was appointed as an Additional Director (Executive Category) of the Company, with effect from August 10, 2026, by the Board of Directors, based on the recommendation of the Nomination & Remuneration Committee, be and is hereby appointed as a Director of the Company, liable to be retire by rotation.

"RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory amendments, modifications or re-enactments thereof for the time being in force) (the "Act"), read with Schedule V to the Act, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors, approval of the shareholders of the Company be and is hereby accorded for appointment of Mr. Abhishek Gilara (DIN: 03499248) as Joint Managing Director of the Company, for a period of 5 (five) years from August 10, 2026 to August 9, 2031, liable to retire by rotation, upon the terms, conditions and remuneration as set out in below:

Terms & Conditions:

1.	Basic Salary	up to Rs. 10,00,000 per month with increments as may be decided by the Board of Directors of the company from time to time. The aforesaid monthly salary may be bifurcated by way of salary, allowances, performance pay and other heads as per the rules and regulations of the company for the time being in force and as determined by the board.
2.	Perquisites & Allowance	He would be entitled to other perquisites as per the rules of the Company as applicable. The perquisites and benefits are to be evaluated as per the Income Tax rules, 1962 and in the absence of the same, applicable rules at the cost to the company.
3.	Leave Encashment	Payable as per the rules of the Company.
4.	Gratuity	Payable as per the rules of the Company

RESOLVED FURTHER THAT notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/re-enactment thereof or any revised/new schedule thereof, in the event of absence of profits or inadequate profits in any financial year, the salary, perquisites and statutory benefits, be paid as minimum remuneration to Mr. Abhishek Gilara (DIN: 03499248), as Joint Managing Director of the Company be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter, vary and modify any of the terms and conditions of the said remuneration including salary, allowances and perquisites in such a manner and in accordance with and subject to the provisions of the Companies Act, 2013 read with Schedule V or any amendment or any statutory modifications or re-enactments thereof, subject to approvals, if any, as may be required, and as may be agreed between the Board of Directors and Mr. Abhishek Gilara (DIN: 03499248).

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to take necessary steps to give effect to the foregoing resolution and to issue and authenticate a certified true copy of this resolution wherever required and to sign all / any e-forms, other forms, returns, documents as may be required to be filed whether physically or electronically with the any of the regulatory authorities including but not limited to the concerned Registrar of Companies."

For and on behalf of the Board of Directors
Advit Jewels Limited
(Formerly known as Advit Jewels Private Limited)

Sd/-
Pratibha Soni
Company Secretary and Compliance Officer
Registered Office: Flat No. 301, Pearl Premier, Plot No. 4, Jamna Lal Bajaj Marg, C-Scheme, Jaipur – 302001, Rajasthan, India

Date: August 10, 2026
Place: Jaipur

NOTES:

1. The explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("Act") as amended, read with the relevant rules made thereunder and Secretarial Standard No. 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India, in respect of special business is annexed hereto and forms part of this Notice. The Board of Directors of the Company has considered and decided to include Item Nos.3 and 4, as Special Business in the forthcoming Annual General Meeting ("AGM").

2. Pursuant to the General Circulars 03/2025, 9/2024, 9/2023, 10/2022, 2/2022, 21/2021 and other circulars issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as (the 'Circulars'), the companies are permitted to conduct the AGM through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), dispensing the requirement of physical presence of the Members at the meeting venue.

   In compliance with the provisions of the Act, SEBI Listing Regulations, and MCA Circulars, the 7th AGM of the Company is being held through VC/OAVM and the proceedings of which shall be deemed to be conducted at the Registered Office of the Company shall be the deemed venue for the AGM.

3. In accordance with the requirements of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, SS-2 and MCA Circulars, the Company has appointed National Depository Services Limited ("NSDL") for providing remote e-Voting facility and e-Voting system during the AGM to its Members. The detailed instructions for Voting forms part of this Notice, which, the Members are requested to read carefully before casting their vote.

4. 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, as stated in this Notice. The facility of participation will be made available for 1,000 Members, on a first come first served basis. This will not include Large Shareholders (holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnels, Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc., who are allowed to attend the AGM, without restriction of first come first served basis.

5. Pursuant to the provisions of the Act and Listing Regulations, a Member entitled to attend and vote at the meeting is ordinarily entitled to appoint a proxy to attend and vote on a poll, instead of themselves and the proxy need not be a Member of the Company. Since, this AGM is being held through VC/ OAVM mode pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, in terms of the MCA Circulars and Regulation 44(4) of the Listing Regulations, the facility for appointment of proxies will not be available for this AGM and hence, the Proxy Form, Route Map and Attendance Slip are not annexed hereto.

6. The attendance of the Members attending the AGM, through VC/ OAVM will be counted for reckoning the quorum under Section 103 of the Act.

7. In case of joint holders attending the AGM, only such joint holder, who is higher in the order of names will be entitled to vote at the Meeting.

8. Corporate Member/ Institutional Investors, who are Members of the Company, are encouraged to attend the AGM and vote there at. Corporate Members/ Institutional Investors (i.e. other than individuals, HUFs, NRIs, etc.) intending to appoint their authorized representatives under Section 112 and 113 of the Act, as the case may be, to attend the meeting through VC/ OAVM mode or vote on the resolutions are requested to send a duly-

certified copy of the Board Resolution/ Authorization Letter, alongwith attested specimen signature(s) of the duly authorized signatory(ies), to the Scrutinizer and the Company, by an e-mail at cstarachand@gmail.com, with a copy marked to cs@advitjewels.com.

9. A person, whose name is recorded in the Register of Members or Register of Beneficial Owners, maintained by the DPs as on Monday, September 21, 2026, being the cut-off date shall be entitled to vote on the resolutions specified in this Notice. Persons, who are not Members as on the cut-off date, but, have received this Notice, should treat this Notice for information purposes only. A person, who acquires equity shares after dispatch of the Notice, but before the cut-off date shall have the right to vote at the Meeting.

10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, Register of Contracts or Arrangements, in which, the Directors are interested (MBP-4), maintained under Section 189 of the Act, will be available for inspection through electronic means by the Members during the AGM. Also, all the documents referred in this Notice will be available for inspection through electronic means during the working hours, on all business days, without payment of any fee by the Members from the date of circulation of this Notice, up to the date of the AGM. The Members, seeking inspection can send an e-mail at cs@advitjewels.com, with the subject line "Inspection of Documents", mentioning their name, DP ID and Client ID and documents, they wish to inspect.

11. In accordance with the applicable MCA Circulars and the SEBI Circular No. SEBI/HO/CFD/ PoD-2/P/ CIR/2023/4 dated January 05, 2023 and subsequent circulars issued in this regard, the latest being No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 03, 2024, the Notice along with the Annual Report of the Company for the financial year ended March 31, 2026, will be sent through electronic mode (unless specifically requested for hard copies by the members), to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories, and whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent (the "RTA"), i.e., M/s. Bigshare Services Private Limited or the Depository Participant(s). Further, as per Regulation 36(1) (b) of the SEBI Listing Regulations, as amended, a letter containing the web-link, including the exact path, where complete details of the Integrated Annual Report are available, is being sent to all the shareholders who have not registered their Email IDs with the Company. The Notice and the Integrated Annual Report for the financial year ended March 31, 2026 shall be available on the websites of the Company viz., www.rambhajo.com and both of the Stock Exchanges where equity shares of the Company are listed. The Notice shall also be available on the e-voting website of the agency engaged for providing e-voting facility, i.e., National Securities Depository Limited (NSDL), viz., https://www.evoting.nsdl.com

12. Members may please note that the Notice of the 7th AGM and Annual Report of the Company for the financial year ended on March 31, 2026 are also available on the website of the Company at www.rambhajo.com and NSDL e-Voting website at https://www.evoting.nsdl.com/ and at the relevant sections of the websites of the Stock Exchanges, on which the equity shares of the Company are listed i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Ltd. at www.nseindia.com.

13. Members are requested to keep their records updated and intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile number, PAN, mandates, nominations, power of attorney (POA), bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DP, in case the equity shares are held in the demat form and to the RTA, in case the equity shares are held in physical form, for receiving all the communications, including the Annual Report, Notices etc., from the Company electronically. Further, the Members may note that the SEBI has mandated the submission of PAN by every participant in the securities market.

14. Members may avail the facility of nomination by nominating a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the Company's RTA i.e. Bigshare Services Private Limited. Members are requested to submit the said details to their DPs in case the shares are held in electronic form.

15. Non-Resident Indian Members are additionally requested to inform Company's RTA about any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India, along with the complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier. Members holding equity shares in electronic form may contact their respective DPs for availing this facility.

16. The remote e-Voting period commences on Friday, September 25, 2026 at 09:00 A.M. IST and ends on, Sunday, September 27, 2026 at 05:00 P.M. IST. The remote e-Voting module shall be disabled for voting thereafter. During this period, the Members of the Company as on the cut-off date, being Monday, September 21, 2026, may cast their vote, through electronic means, in the manner and process, as set out hereinunder. Once the vote on a resolution(s) is cast by the Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.

17. The Members, who have cast their vote by remote e-Voting prior to the Meeting, can attend the Meeting, but shall not be entitled to cast their vote again. The Members attending the Meeting, who, have not cast their vote through remote e-Voting may exercise their voting rights during the AGM.

18. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.

19. In compliance with the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company, at their meeting held on August 10, 2026, has appointed CS Tara Chand Sharma (Membership No.- F5749 and CP No.- 4078), Company Secretary in Practice, as the Scrutinizer, for conducting the e-voting process, in a fair and transparent manner.

20. CS Tara Chand Sharma has been appointed as the Scrutinizer to scrutinize the polling and e-Voting process in a fair and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within 2 (Two) working days of the conclusion of the AGM, a Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or to a person authorized by the Chairman in writing, who shall countersign the same and declare the Result of the voting forthwith.

21. In compliance with the requirements of Rule 20 of the Companies (Management and Administration) Rules, 2014, read with MCA Circulars, the details pertaining to this Notice will be published in an English Language newspaper and Hindi (Vernacular) Language newspaper.

22. In terms of Regulation 40(1) of the Listing Regulations, the requests for effecting transfer of securities shall not be processed, unless the securities are held in the dematerialized form. Similarly, the transmission or transposition of securities held in either physical or dematerialised form shall be effected only in dematerialised form. As transfers in electronic form are processed through the DPs with no involvement of the Company.

23. Members, who would like to express their views or ask questions at the AGM with respect to the business items of the Meeting, may register themselves, as a speaker, by sending a request, from their registered e-mail address, mentioning their name, DP ID and Client ID

number/ folio number and mobile number to the Company's e-mail address at cs@advitjewels.com at least 3 working days in advance of the date of AGM. The Members, who do not wish to speak during the AGM, but have queries may send their queries in advance from their registered e-mail address, mentioning their name, DP ID and Client ID number/ folio number and mobile number to the Company's e-mail address at cs@advitjewels.com before 05:00 P.M. IST on Tuesday, September 22, 2026 and such queries will be replied by the Company.

24. Those Members, who have registered themselves, as a speaker, will only be allowed to express their views or ask questions at the Meeting, depending upon the availability of time, for smooth conduct of the AGM.

25. M/s Bigshare Services Private Limited is acting as the RTA, All the communications relating to equity shares should be addressed to the RTA:

    Bigshare Services Private Limited
    Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Center, Mahakali Caves Road, Andheri (East), Mumbai – 400093
    Tel: +91 22-6263 8200
    Website: www.bigshareonline.com
    Investor Grievance ID: investor@bigshareonline.com

26. SEBI, vide its Master Circular No. SEBI/HO/OIAE/OIAE_ IAD-3/P/CIR/2023/195 dated July 31, 2023 (updated on December 28, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") which harnesses online conciliation and arbitration for resolution of disputes arising in the Indian Securities Market. Pursuant to the aforesaid circular, investors, after exhausting all options available for resolution of their grievances with the RTA/ Company directly and through the existing SEBI SCORES platform, can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Friday, September 25, 2026 at 09:00 A.M. and ends on Sunday, September 27, 2026 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. September 21, 2026, 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 Monday, September 21, 2026.

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.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 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. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** 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 **"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 i.e. NSDL** 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 & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. 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 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. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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 & 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. 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) 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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com 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 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user 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.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on 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 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?

1. 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.

2. Select "EVEN" 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".

3. Now you are ready for e-Voting as the Voting page opens.

4. 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.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 cstarachand@gmail.com with a copy marked to 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 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 or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre (Deputy Vice President) at 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@advitjewels.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@advitjewels.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 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 EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM/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@advitjewels.com. The same will be replied by the company suitably.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, FORMING PART OF THE NOTICE

The following detailed explanatory statement sets out all the material facts relating to the special business(es), cited in the accompanying Notice of the AGM, as per Section 102 of the Companies Act, 2013 and Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 3:

The Securities and Exchange Board of India (SEBI) vide its Notification dated 12 December, 2024, has made several changes in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).

As per requirements of amended provisions of Regulation 24A of the SEBI Listing Regulations read with the provisions of Section 204 of the Companies Act, 2013 ('the Act') and related Rules, the Board of Directors of the Company, based on the recommendation of the Audit Committee, has recommended for the appointment of M/s ATCS & Associates, Company Secretaries, Jaipur (ICSI Unique Identification No.: P2017RJ063900) having Peer Review Number 3381/2023 as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years commencing from the financial year 2025-26 till financial year 2029-30 at the remuneration as may be determined by the Board of Directors of the Company. The appointment is subject to approval of the shareholders of the Company.

ATCS & Associates, founded in 2017 by Mr. Tarachand Sharma and Mr. Deepak Arora, Company Secretaries and Law Graduates with over 24 years of experience, specializes in Secretarial Audits, Company Law, SEBI regulations, Trademarks, FEMA, IBC, advisory, and liaison services. The firm also represents clients before the NCLT, Official Liquidators, Regional Directors, MCA, and Registrars of Companies.

As authorised by the Board of Directors of the Company, the proposed remuneration to be paid to ATCS & Associates for secretarial audit services shall be mutually decided by the Chairman and Managing Director of the Company and Secretarial Auditor. Besides the secretarial audit services, the Company may also obtain certifications from ATCS & Associates under various statutory regulations and certifications required by any statutory authorities and audit related services as required from time to time, for which they will be remunerated separately on mutually agreed terms and conditions.

Based on the recommendation of the Audit Committee and the Board of Directors, the proposed remuneration payable for secretarial audit for the Financial Year 2026-27 is ₹1,00,000/- excluding applicable taxes and out-of-pocket expenses. The remuneration for subsequent year(s) of their tenure shall be determined by the Board (upon recommendation of the Audit Committee), in consultation with the Secretarial Auditors

The Board of Directors, in consultation with the Audit Committee, may decide, alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such an extent as may be mutually agreed with ATCS & Associates. ATCS & Associates have given their consent for appointment to act as Secretarial Auditors and have confirmed that if appointed, their appointment will be in accordance with Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI Listing Regulations.

Based on the recommendations of the Audit Committee, the Board of Directors have approved and recommended the aforesaid proposal for approval of members taking into account the eligibility of the ATCS & Associates and qualification, experience, independent assessment & expertise of the partners of ATCS & Associates in providing secretarial audit related services, competency of the staff and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution at Item No. 3 of the accompanying Notice. Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No.3 of the Notice for approval of the Members.

Item No. 4:

The Members are informed that the Board of Directors of the Company, at its meeting held on August 10, 2026, based on the recommendation of the Nomination and Remuneration Committee, considered and approved the appointment of Mr. Abhishek Gilara (DIN: 03499248) as an Additional Director in the category of Promoter and his appointment as Joint Managing Director of the Company for a period of five (5) years with effect from August 10, 2026, subject to the approval of the Members of the Company.

Mr. Abhishek Gilara has over 25 years of experience in the jewellery industry and has been associated with the growth and expansion of the Rambhajo's brand. He has experience in strategic business planning, manufacturing, branding and finance. He has completed executive leadership and management programmes from reputed national and international institutions. His experience in the jewellery industry and knowledge of the Company's business will be relevant to his role on the Board.

Mr. Abhishek Gilara is associated with the Company for several years and has been instrumental in the strategic leadership and long-term planning of the Company. In view of his significant contribution and expertise in business operations, the Board considers it appropriate and in the best interest of the Company to appoint him as Joint Managing Director to lead the Company in an executive capacity.

1.	**Basic Salary**	up to Rs. 10,00,000 per month with increments as may be decided by the Board of Directors of the company from time to time. The aforesaid monthly salary may be bifurcated by way of salary, allowances, performance pay and other heads as per the rules and regulations of the company for the time being in force and as determined by the board.
2.	**Perquisites & Allowance**	He would be entitled to other perquisites as per the rules of the Company as applicable. The perquisites and benefits are to be evaluated as per the Income Tax rules, 1962 and in the absence of the same, applicable rules at the cost to the company.
3.	**Leave Encashment**	Payable to the Joint Managing Director as per the rules of the Company.
4.	**Gratuity**	Payable as per the rules of the Company

The aggregate remuneration shall be within the overall ceiling as prescribed under Section 197 read with Schedule V of the Companies Act, 2013. As part of the terms of appointment of Mr. Abhishek Gilara (DIN: 03499248) as Joint Managing Director of the Company, it is proposed that in case of absence or inadequacy of profits in any financial year during his tenure, a minimum remuneration of ₹2,00,000/- (Rupees Two Lakhs only) per month be paid to him. This payment will be subject to the approval of the members of the Company and will comply with the applicable provisions of Schedule V and other relevant provisions of the Companies Act, 2013 as may be amended from time to time.

Mr. Abhishek Gilara satisfies all the conditions for appointment as Joint Managing Director as prescribed under the Companies Act, 2013 and is not disqualified under Section 164 of the said Act. The Board recommends the passing of the resolution as an Ordinary Resolution set out in the accompanying Notice.

None of the directors, key managerial personnel of the Company or their relatives, except Mr. Abhishek Gilara and his relatives are directly or indirectly concerned or interested, financially or otherwise, except to the extent of their shareholding interest, if any, in the Company, in the resolution set out at Item No. 4 of the Notice.

Annexure-1

Disclosure pursuant to Regulation 36(3) of SEBI Listing Regulations and Clause 1.2.5 of SS-2 with respect to Directors seeking appointment / re-appointment at ensuing AGM

Name of Director	Mr. Prateek Gilara	Mr. Abhishek Gilara
DIN	03499186	03499248
DOB & Age	03.10.1982 & 43 Years	14.02.1979 & 47 Years
Qualification	B.Com	
Experience	18 Years	25 Years
Date of First appointment on the Board	29.10.2019	10.08.2026
Terms and Conditions of Appointment/Re-appointment	Proposed to be re-appointed as Director and is liable to retire by rotation.	Proposed to be appointment as Joint Managing Director, liable to retire by rotation
Details of remuneration sought to be paid	₹ 2,14,000/- Per Month payable for the Financial Year 2026-27	₹ 2,14,000/- Per Month payable for the Financial Year 2026-27
Remuneration last drawn during financial year 2025-26 (in ₹)	₹ 24,04,000/-	Nil
Shareholding in the Company	17.40% as on the date of this Notice	Nil
No. of Board Meetings attended during the year	17/17	Nil
Directorships, membership/ Chairmanship of Committees of other Company's Boards	1. Janak Nandini Buildhome Private Limited 2. Janak Nandini Buildwell Private Limited **3.** Elegancia Granite Private Limited	1. Janak Nandini Buildhome Private Limited 2. Janak Nandini Buildwell Private Limited
Disclosure of relationships between Directors/Key Managerial Personnel of the Company inter-se	Mr. Prateek Gilara is the brother of Mr. Nitin Gilara, Chairman and Managing Director, and cousin of Mr. Abhishek Gilara, Additional Director, and Mr. Vipul Gilara, Whole-time Director and CEO of the Company.	Mr. Abhishek Gilara is the brother of Mr. Vipul Gilara, Whole-time Director, and cousin of Mr. Nitin Gilara, Chairman & Managing Director, and Mr. Prateek Gilara, Whole-time Director of the Company.
Names of listed entities in which the person also holds directorship and the membership of Committees of the Board	Nil	Nil
Name of listed Entities from which the Director has resigned in the last three (3) years	Nil	Nil