

WORTHINVESTMENT&TRADINGCOLIMITED

CIN: L67120MH1980PLC343455

497/501, Village Biloshi, Taluka Wada, Thane MH-421303

Tel:-022-62872900 Email: worthinvestmenttrading@gmail.com Site: www.worthinv.com

Date: 8th September, 2026

To
The Manager
Listing Department
BSE Limited.
Phiroze Jeejee bhoy Towers
Dalal Street, Fort
Mumbai-400001

Scrip Code: 538451

Sub: Notice for 46th Annual General Meeting of Company for the Financial Year 2025-26.

Dear Sir/Ma'am,

We wish to inform you that the 46th Annual General Meeting of the Members of the Company will be held on Wednesday, 30th September, 2026 at 12:00 pm IST through Video Conferencing/Other Audio Visual Means.

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice of the 46th Annual General Meeting of the Company for F.Y. 2025-26.

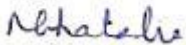
The Company has sent the Notice today through electronic mode to Members who have registered their email id with the Company's RTA/Depository Participants.

The Notice for the financial year 2025-26 is also available on the website of the Company <https://www.worthinv.com/>

Kindly take the above on record and acknowledge the receipt of the same.

Thanking You,

For **Worth Investment and Trading Company Limited**



Nimit R. Ghatalia
Executive
Director
DIN: 07069841
Encl.: a/a

WORTH INVESTMENT & TRADING CO LIMITED

CIN No.: L67120MH1980PLC343455 Tel. No.:022-62872900

Registered Office: 497/501, Village Biloshi, Taluka Wada Thane, Maharashtra - 421303

Email-ID: worthinvestmenttrading@gmail.com Website: www.worthinvt.com**NOTICE**

Notice is hereby given that the 46th (Forty Sixth) Annual General Meeting of the Members of Worth Investment & Trading Co Limited will be held on Wednesday, 30th day of the September, 2026 at 12:00 P.M by OAVM means to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with the report of the Board of Directors and report of the Statutory Auditor thereon, and in this regard, to consider and If thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March, 2026, together with the report of the Board of Directors and report of the Statutory Auditor thereon, as circulated to the shareholders, be and are hereby considered and adopted.”

2. To approve re-appointment of Ms. Archana Pramod Wani (DIN: 03121886), who retires by rotation and being eligible, offers herself for re-appointment and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Archana Pramod Wani (DIN: 03121886), who retires by rotation at this Meeting, be and is hereby reappointed as a Director of the Company.”

SPECIAL BUSINESS:

3. Appointment of M/s. Deepika Mishra & Associates, Practising Company Secretaries, Delhi, a Peer Reviewed Firm as the Secretarial Auditors of the Company and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and Section 204 and other applicable

provisions of the Companies Act, 2013, if any read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Act”), and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of M/s. Deepika Mishra & Associates, Practising Company Secretaries, Delhi, a Peer Reviewed Firm, as Secretarial Auditors of the Company for a period of 5 consecutive years, from 46th AGM to 50th AGM (‘the Term’), on such terms & conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board).

RESOLVED FURTHER THAT approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board.

RESOLVED FURTHER THAT any of the Directors or Company Secretary or Chief Financial Officer of the Company be and is hereby authorised either severally or jointly to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution.”

4. Increase in borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and the relevant regulations/Directions as may be prescribed by the Reserve Bank of India from time to time (including any amendment(s), modification(s) thereof) and the relevant provisions of the Memorandum of Association and the Articles of Association of the Company, and other applicable laws, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee(s) of the Board or any other persons to whom powers are delegated by the Board as permitted under the Act and / or rules made thereunder) to borrow from time to time, any sum or sums of monies for and on behalf of the Company in Indian and / or foreign currency, including but not limited to loan, facility, financial assistance, issue of partly /fully/ optionally convertible / non-convertible debentures / bonds (including subordinated or perpetual debentures or other forms of debt instruments), Tri-Party Repo Settlement (TREPS), issue of Commercial Papers (CPs), availing External Commercial Borrowings and all of above on such terms and conditions as the Board may deem fit, notwithstanding that the money or monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed aggregate of the paid-up share capital of the Company, its free reserves and securities premium,

provided however, the total amount so borrowed (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed Rs. 500 Crores (Rupees Five Hundred Crores only) excluding of any interest or charges but including the borrowing already availed and the Directors are hereby further authorized to execute such deeds and instruments or writings as they think fit and containing such conditions and covenants as the Directors may think fit.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board (including any Committee of the Board) be and is hereby authorized to finalize, settle and execute such documents/deeds/writings/papers/agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company."

5. To increase powers of the board u/s 180(1) (a) of the Companies Act, 2013 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in addition to and without prejudice to the Special Resolution passed by the Members of the Company at the Annual General Meeting held on 29th September 2022 under Section 180(1)(c) of the Companies Act, 2013, the relevant regulations/directions as may be prescribed by the Reserve Bank of India from time to time and the relevant provisions of the Memorandum of Association and the Articles of Association of the Company, and other applicable laws, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee(s) of the Board or any other persons to whom powers are delegated by the Board as permitted under the Act and / or Rules made thereunder) to sell / assign / securitise present and / or future substantial assets / receivables / book debts of the Company akin-to-Direct Assignment upto an outstanding Rs. 500 Crores (Rupees Five Hundred Crores only), at any point of time to / in favour of banks / financial institutions, other eligible investing institutions and their subsidiaries, banks, mutual funds, trusteeship companies, trusts, Asset Reconstruction Companies and others including but not limited to body corporates (whether incorporated in India or not) and other entities falling under Indian Regulatory Jurisdiction (hereinafter referred to as "Lending Agencies") and trustees for the holders of Debentures / Bonds / other instruments in such form and manner as the Board may deem fit from time to time for the said purpose.

RESOLVED FURTHER THAT the mortgage, charge, hypothecation or other security created pursuant to this resolution may contain such terms and conditions and covenants as may be agreed between the Company and the concerned financial institution(s), bank(s), lender(s), debenture trustee(s), investing institution(s), body corporate(s), person(s) or other lender(s)/financier(s), including provisions for

enforcement of such security and, where applicable, powers to take over the management of the business and concern of the Company in certain events, in accordance with the terms of the relevant financing documents.

RESOLVED FURTHER THAT any of the Directors or Company Secretary or Chief Financial Officer of the Company be and is hereby authorised either severally or jointly to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution.”

**By order of the Board of Directors
For Worth Investment & Trading Co. Limited**

**Sd/-
Nimit Rajesh Ghatalia
Executive Director
DIN: 07069841**

**Place: Thane
Date: 5th September, 2026**

**Registered office:
497/501, Village-Biloshi, Taluka-Wada,
Thane – 421303, Maharashtra, India.**

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting (AGM or the Meeting) is entitled to appoint a proxy to attend and vote on a poll/ballot instead of him/her and the proxy need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting, either in person or through post. A Proxy form is appended with the attendance slip.
2. Members may refer proxy related provisions given in para 6 of the SS -2 – secretarial standard on general meeting issued by the ICSI and approved by Central Government.
3. Pursuant to provisions of Section 105 of the Companies Act, 2013, a person, can act as a proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the company. Member holding more than ten percent of the total share capital of the company may appoint single person as proxy who shall not act as proxy for any other person or shareholder. The instrument appointing proxy should, however, be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
4. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
6. The Company has notified closure of register of members and transfer books from September 24, 2026 to conclusion of Annual General meeting on September 30, 2026.
7. As per the provisions of the Companies Act, 2013, facility for making nomination is available to the shareholders in respect of the Shares held by them. Nomination Forms can be obtained from the registrar and share transfer agents of the Company.
8. Members holding shares in Physical form are requested to notify change of address, if any, to Registrar and Share Transfer Agents and those who hold shares in dematerialized form are requested to notify to their Depository participants their change in address.
9. As a measure of economy, copies of Annual Report will not be distributed at the Annual General Meeting. Members are, therefore, requested to bring their respective copy of the Annual Report to the Meeting and affix their signature at

the place provided on the attendance slip annexed to the Proxy form and hand over the slip at the entrance to the place of the Meeting.

10. Members holding shares in physical form are requested to notify immediately changes, if any, in their address or bank mandates to the Company/Registrar & Share Transfer Agents ("RTA") quoting their Folio Number and Bank Account Details along with self-attested documentary proofs. Members holding shares in the Dematerialized (electronic) Form may update such details with their respective Depository Participants.
11. Members desirous of seeking any information relating to the accounts and operations of the Company are requested to address their queries to the Company Secretary and Compliance Officer of the Company at least 7 (Seven) days in advance of the meeting to enable the Company to provide the required information at the meeting
12. Members are requested to bring in their original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc having photo identity) while attending the AGM.
13. Members who hold shares in dematerialized form are requested to bring their client ID and DP ID for easier Identification of attendance at the meeting. In case of joint holders attending the meeting, the joint holder with highest, in order of names will be entitled to vote.
14. The Notice of the AGM along with the Annual Report 2025-26 is being sent by electronic mode to those Members whose e -mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e -mail addresses, physical copies are being sent by the permitted mode.
15. To support the 'Green Initiative', the Members holding shares in physical form & who have not registered their e -mail addresses are requested to register the same with the Company's registrar and share transfer agents M/s. Maheshwari Datamatics Pvt. Ltd.
16. In compliance with the provisions of Section 108 of the Act and the Rules framed there under, the Members are provided with the facility to cast their vote electronically through the e -voting services provided by Maheshwari Datamatics Pvt. Ltd., on all resolutions set forth in this Notice.
17. Pursuant to the SEBI Circular dated June 08, 2018, restricting Physical Share Transfers w.e.f. December 05, 2018 and BSE vide its circular dated July 05, 2018.
18. The Company's securities are listed on the following Stock Exchange:

Sr. No	Name & Address of the Stock Exchange	Nature of Security as on 31-03-2026
1	Bombay Stock Exchange (BSE)	370717000 Equity Share of Re. 1 each
2	Calcutta Stock Exchange (CSE)	370717000 Equity Share of Re. 1 each

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

The remote e-voting period begins on Sunday 27th September 2026 at 09:00 A.M. and ends on Tuesday, 29th September 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. Wednesday, 23rd September, 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 Wednesday, 23 September, 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	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp .

holding securities in demat mode with NSDL.

- 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.
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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 use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - 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 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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 doshikaushal20@gmail.com or evoting@nsdl.com with a copy marked to . 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" "e-displayed under 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 or call on : 022 - 4886 7000 or send a request to Ms. Apeksha Gojamgunde, Assistant Manager 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 worthinvestmenttrading@gmail.com. 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 worthinvestmenttrading@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

2. 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.
3. 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 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to

Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at worthinvestmenttrading@gmail.com The same will be replied by the company suitably.

EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT"):

The following Explanatory Statement sets out all material facts relating to the business mentioned under Item number 3, 4 and 5.

Item No. 3

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), A casual vacancy in the office of Secretarial Auditor of the Company arose due to the resignation of M/s. P. V. Chaudhari & Associates, Practising Company Secretaries, as the Secretarial Auditors of the Company. The Audit Committee and the Board of Directors at their respective meetings held on September 5, 2026 have approved subject to approval of Members, appointment of M/s. Deepika Mishra & Associates, Practising Company Secretaries, Delhi, a Peer Reviewed Firm as Secretarial Auditors for a term of 5(Five) consecutive years from April 1, 2026 till March 31, 2031.

The Brief Profile of the Secretarial Auditor

M/s. Deepika Mishra & Associates is a practicing Company Secretaries firm, registered with the Institute of Company Secretaries of India (ICSI). The founder of the firm is Ms. Deepika Mishra, an Associate Member (ACS) of the Institute of Company Secretaries of India and Mr. Abhishek Mishra, an Associate Member (ACS) of the Institute of Company Secretaries of India. The firm was founded in August, 2016. The firm deals in various Corporate Laws Matters and solving client's problems relating to business compliances. Our services also include approvals from different government departments like approval from Ministry of Corporate Affairs (MCA), Registrar of Companies, (ROC) Foreign Investment Promotion Board (FIPB), Reserve Bank of India (RBI), Non-banking finance companies etc.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise in the said resolution.

Item No. 4

The Company requires to borrow funds from time to time to meet both its short term and long terms business objectives, from various external agencies like banks, financial

institutions, bodies corporate, individuals or other kind of lenders. According to section 180 (1) (c) of the Companies Act, 2013, the total amount of such borrowings as well as the outstanding at any time cannot exceed the aggregate of paid up capital and free reserves of the Company, except with the consent of the members.

The members of the company have earlier approved the limits upto Rs. 200 crores by way of special resolution dated 29th September, 2022. Now, the Company felt that the said limit is not adequate and needs enhancement, accordingly the resolution has been proposed to increase the limits of borrowing to Rs. 500 Crores.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

Item No. 5

The Members of the Company, at the Annual General Meeting ("AGM") held on 29th September 2022, had accorded their approval pursuant to Section 180(1)(c) and other applicable provisions of the Companies Act, 2013, authorising the Board of Directors of the Company to borrow monies from time to time, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed Rs. 500 Crores (Five Hundred Crores only).

In order to enable the Company to avail various financial facilities/borrowings from banks, financial institutions, lenders and other financing agencies from time to time, the Company may be required to create mortgages, charges, hypothecations, liens or other encumbrances over all or any of its movable and/or immovable properties, present and future, and/or over the whole or any part of its undertaking(s), in favour of such lenders/financiers, as security for the borrowings, loans, debentures, bonds or other financial assistance availed or to be availed by the Company.

Accordingly, pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, the approval of the Members is being sought to authorise the Board of Directors of the Company to create such mortgages, charges, hypothecations, liens or other encumbrances over the assets and/or undertaking(s) of the Company, in addition to the existing security interests, in favour of banks, financial institutions, lenders, debenture trustees, investing institutions, bodies corporate, persons or other financing agencies, on such terms and conditions as may be agreed upon.

The proposed resolution is in addition to and without prejudice to the Special Resolution passed by the Members at the AGM held on under Section 180(1)(c) of the Companies Act, 2013. The present resolution is intended to provide the requisite authority under Section 180(1)(a) for creation of security in respect of the borrowings/financial assistance availed or to be availed by the Company, within the borrowing limits approved by the Members under Section 180(1)(c), as amended or enhanced from time to time.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval of the Members.

**By order of the Board of Directors
For Worth Investment & Trading Co. Limited**

**Sd/-
Nimit Rajesh Ghatalia
Executive Director
DIN: 07069841**

**Place: Thane
Date: 5th September, 2026**

**Registered office:
497/501, Village-Biloshi, Taluka-Wada,
Thane – 421303, Maharashtra, India.**

46th ANNUAL GENERAL MEETING

2026

DETAILS OF DIRECTOR SEEKING APPOINTMENT/REAPPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING:

Sr. No.	Name of the Director	Ms. Archana Pramod Wani
1.	Director Identification Number	03121886
2.	Date of Birth (Age)	13th May, 1965
3.	Date of first appointment on the Board	23/04/2020
4.	Educational Qualification	B.Com
5.	Experience (including expertise in specific functional areas) / Brief Resume	Having a experience in the field of Finance & Administration.
6.	Directorships held in other companies (excluding foreign companies)	1.Aaradhana energy private limited
7.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not Related
8.	No. of shares held in the Company either by self or as a beneficial owner	-

By order of the Board of Directors
For Worth Investment & Trading Co. Limited

Sd/-
Nimit Rajesh Ghatalia
Executive Director
DIN: 07069841

Place: Thane
Date: 5th September, 2026

Registered office:
497/501, Village Biloshi,
Taluka - Wada, Thane,
Maharashtra - 421303