ATHARV ENTERPRISES LIMITED

Building No. D/27, Shop No.1, Yogi Nagar, Eksar, Borivali, Near Corporation Bank, Mumbai - 400091

Email: atharventerprisesltd@gmail.com **CIN: L66110MH1990PLC391158**

To
Department of Corporate Services,
BSE Limited
PJ Towers, Dalal Street,
Mumbai – 400 001

Scrip Code: 530187 **Scrip Symbol: ATHARVENT**

Subject: Notice of 36th Annual General Meeting for the Financial year 2025-26.

Dear Sir/Madam,

We wish to inform you that the 36th Annual General Meeting of the Members of the Company will be held on Tuesday, 29th September, 2026 at 3:00 p.m. (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 36th Annual General Meeting of the Company for F.Y. 2025-26.

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

The Notice along with the Annual Report for the financial year 2025-26 is also available on the website of the Company viz. atharventerprisesltd@gmail.com.

Kindly take the same on record.

For Atharv Enterprises Limited

PRAMOD JAGDISH GADIYA
Digitally signed by PRAMOD JAGDISH GADIYA
Date: 2026.09.02 14:10:24 +05'30'

Pramod Kumar Gadiya
Managing Director
DIN: 02258245

Date: 02-09-2026
Place: Mumbai

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 36th ANNUAL GENERAL MEETING OF THE MEMBERS OF ATHARV ENTERPRISES LIMITED WILL BE HELD ON TUESDAY, 29TH DAY OF SEPTEMBER, 2026 AT 3:00 P.M. THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OVAM') TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

ITEM NO. 1 – ADOPTION OF AUDITED FINANCIAL STATEMENTS

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

ITEM NO. 2 – RE-APPOINTMENT OF DIRECTOR RETIRING BY ROTATION

To appoint a Director in place of **Mrs. Vandana Pramod Gadiya** (DIN: 02766684), who retires by rotation and, being eligible, offers herself for re-appointment.

ITEM NO. 3 – RE-APPOINTMENT OF STATUTORY AUDITORS

To re-appoint **M/s. Shweta Jain & Co LLP**, Chartered Accountants, as Statutory Auditors of the Company for a first term of five consecutive years, and to fix their remuneration.

*To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:***

"RESOLVED THAT pursuant to the provisions of Section 139, 142 read with the Companies (Audit and Auditors) Rules, 2014 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and on the recommendation of Audit Committee and as approved by the Board of Directors of the Company, **M/s. Shweta Jain & Co LLP**, Chartered Accountant (FRN: 127673W/W101149) be and are hereby re-appointed as Statutory Auditors of the Company, to hold office for a first term of five (5) consecutive years from the conclusion of the 36th Annual General Meeting ('AGM") until the conclusion of 41st AGM, at such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all acts, deeds, matters and things and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution."

SPECIAL BUSINESS

ITEM NO. 4 - RE-APPOINTMENT OF MR. PRAMOD GADIYA (DIN: 02258245) AS THE MANAGING DIRECTOR OF THE COMPANY FOR THE PERIOD OF 5 YEARS:

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

"**RESOLVED THAT** pursuant to the provision of Sections 152, 160, 196, 197, 198 and 203 read with schedule V and rules made thereunder and all applicable provisions, if any, of the Companies Act 2013 ('' the Act") (Including any Statutory Modification(s) or re-enactment thereof for the time being in force) and read with Schedule V of the Act, as amended from time to time, approval of the Members be and is hereby accorded to the re-appointment of **Mr. Pramod Kumar Gadiya** (DIN: 02258245) as the Managing Director of the Company, for a period of 5 (five) consecutive years effective from 01st August, 2027 to 31st July, 2032, The period of his office shall be not be liable to retire by rotation, on the terms and conditions and remuneration as follows, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.;

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in-the financial year, the Company will pay remuneration by way of Salary including perquisites and allowances as specified under Section II of Part II of Schedule V to the Companies Act, 2013 or in accordance with any statutory modification(s) thereof**.**

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the appointment and/or remuneration based on the recommendation of the Nomination & Remuneration Committee subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

FURTHER RESOLVED THAT the Board of Directors be and are hereby authorized to do all such acts and take all necessary steps as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 5 - INCREASE IN MANAGERIAL REMUNERATION OF MR. PRAMOD KUMAR GADIYA, MANAGING DIRECTOR OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and Schedule V to the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in terms of the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for the revision in remuneration of Mr. Pramod Kumar Gadiya (DIN: 02258245), Managing Director of the Company, to an amount not exceeding Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand only) per month, with effect from 01st April, 2026, for the remaining duration of his current tenure, upon the terms and conditions set out below and in accordance with the applicable provisions of the Act and Schedule V thereto:

Remuneration Structure:

1. **Salary**: Rs. 1,25,000/- per month.

2. **Perquisites**:

(a) For such amount as may be decided by the Board of Directors up to a maximum of Rs. 25,000 per month (which shall include Special Allowance & conveyance and reimbursement of Medical Expenses per month as per the rules and policy of the Company from time to time).

(b) Contribution to Provident fund, Superannuation fund and payment of gratuity as per the rules of the Company.

3**. Minimum Remuneration**: Notwithstanding anything herein contained, where in any financial year during the period of his office as the Managing Director, the Company has no profits or its profits are inadequate, the Company may, subject to the requisite approvals, pay remuneration by way of salary, allowances, perquisites lesser than the above stated salary amount and which is already well within the maximum limits laid down in Section II of Part II of Schedule V to the Companies Act, 2013, and as may be agreed to by the Board of Directors and Mr. Pramod Kumar Gadiya.

RESOLVED FURTHER THAT all other terms and conditions of appointment of Mr. Pramod Kumar Gadiya, as approved earlier by the shareholders, shall remain unchanged.

RESOLVED FURTHER THAT Directors or Chief Financial Officer or Company Secretary & Compliance officer of the Company, be and are hereby authorised to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution."

ITEM NO. 6 - INCREASE IN REMUNERATION OF MS. VANDANA PRAMOD GADIYA, EXECUTIVE DIRECTOR AND CFO OF THE COMPANY:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and Schedule V to the Companies Act, 2013 ("the Act"), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in terms of the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for the revision in remuneration of Ms. Vandana Pramod Gadiya (DIN: 02766684), Executive Director of the Company, to an amount not exceeding Rs. 1,00,000/- (Rupees One Lakh only) per month, with effect from 01st April, 2026, for the remaining duration of his current tenure, upon the terms and conditions set out below and in accordance with the applicable provisions of the Act and Schedule V thereto:

Remuneration Structure:

1. **Salary**: Rs. 80,000/- per month.

2. **Perquisites**:

(a) For such amount as may be decided by the Board of Directors up to a maximum of Rs. 20,000 per month (which shall include Special Allowance & conveyance and reimbursement of Medical Expenses per month as per the rules and policy of the Company from time to time).

(b) Contribution to Provident fund, Superannuation fund and payment of gratuity as per the rules of the Company.

3**. Minimum Remuneration**: Notwithstanding anything herein contained, where in any financial year during the period of her office as an Executive Director, the Company has no profits or its profits are inadequate, the Company may, subject to the requisite approvals, pay remuneration by way of salary, allowances, perquisites lesser than the above stated salary amount and which is already well within the maximum limits laid down in Section II of Part II of Schedule V to the Companies Act, 2013, and as may be agreed to by the Board of Directors and Ms. Vandana Pramod Gadiya.

RESOLVED FURTHER THAT all other terms and conditions of appointment of Ms. Vandana Pramod Gadiya, as approved earlier by the shareholders, shall remain unchanged.

RESOLVED FURTHER THAT Directors or Chief Financial Officer or Company Secretary & Compliance officer of the Company, be and are hereby authorised to sign and submit the necessary application and Forms with appropriate authorities and to perform all such acts, deeds and things as they may in their absolute discretion deem necessary or desirable for and on behalf of the Company for the purpose of giving effect to aforesaid resolution."

ITEM NO. 7 - APPROVAL OF MATERIAL RELATED PARTY TRANSACTION – PAYMENT OF COMMISSION TO RELATIVE OF DIRECTOR.

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals as may be required, the consent of the members of the Company be and is hereby accorded for payment of commission of Rs. 1,00,000 (Rupees One Lakh only) per month to Mr. Punit Gadiya, son of Mr. Pramod Kumar Gadiya, Managing Director and Ms. Vandana Pramod Gadiya, Director of the Company, being a related party, for services rendered to the Company, on such terms and conditions as placed before the meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize, vary, and execute necessary agreements, deeds, documents, and writings, and to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable to give effect to this resolution, including making requisite disclosures to the Stock Exchanges and regulatory authorities.”

ITEM NO. 8 - APPROVAL OF MATERIAL RELATED PARTY TRANSACTION – PAYMENT OF COMMISSION TO RELATIVE OF DIRECTOR.

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

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such approvals as may be required, the consent of the members of the Company be and is hereby accorded for payment of commission of Rs. 2,00,000 (Rupees Two Lakhs only) per month to Ms. Bhumi Gadiya, daughter of Mr. Pramod Kumar Gadiya, Managing Director and Ms. Vandana Pramod Gadiya, Director of the Company, being a related party, for services rendered to the Company, on such terms and conditions as placed before the meeting.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize, vary, and execute necessary agreements, deeds, documents, and writings, and to do all such acts, deeds, matters, and things as may be necessary, expedient, or desirable to give effect to this resolution, including making requisite disclosures to the Stock Exchanges and regulatory authorities.”

By Order the Board of Directors,

Sd/-
Aditi Kakhani
Company Secretary & Compliance officer

Date: 14th August, 2026
Place: Mumbai

Registered Office:
ATHARV ENTERPRISES LIMITED
CIN: L66110MH1990PLC391158

Building No. D/27, Shop No.1, Yogi Nagar, Eksar, Borivali, Near Corporation Bank, Mumbai, Maharashtra, India, 400091
Tel. No. 9324543395,

Email address: atharventerprisesltd@gmail.com
Website: www.atharventerprises.biz/home

NOTES TO NOTICE

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 3 to 8 of the Notice, is annexed hereto. Further, the relevant details with respect to Item Nos. 2 and 3 pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. Institutional shareholders/corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to csnidhi3388@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUFs, NRIs 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.

5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Registrar and Share Transfer Agent Adroit Corporate Services Pvt. Ltd. VI.

6. The Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 22nd September 2026 to Tuesday, 29th September 2026 (both days inclusive) for annual closing for the financial year 2025-26.

7. Queries, if any, may be sent to the Company Secretary seven days in advance of the meeting so as to enable the Management to keep the information ready at the meeting.

8. In case of joint holders attending the Meeting, only such joint holder who is high in the order of names in the Register of Members will entitled to vote.

9. Members are requested to advise immediately about any change of address:
   a) To their Depository Participants (DPs) in respect of their electronic share accounts.
   b) To the Company's Registrar & Share Transfer Agents Adroit Corporate Services Pvt. Ltd in respect of their physical share folios if, any.

10. Under Section 72 of the Act, members are entitled to make nomination in respect of shares held by them in physical mode. Members desirous of making nominations are requested to send their request in Form No. SH.13 to the Company's Registrar and Share Transfer Agent.

11. The Company or its Registrars and Transfer Agents, Adroit Corporate Services Pvt. Ltd. cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants.

12. Electronic copy of the Notice of the AGM of the Company inter alia indicating the process and manner of e-voting is being sent to all the members whose email IDs are registered with the Company/Depository participants(s) for communication purpose unless any member has requested for a hard copy of the same. For the members who have not registered their email address, physical copies of the notice of the AGM of the Company inter alia indicating the process and manner of e-voting is being sent in the permitted mode.

13. SEBI has notified that requests for effecting transfer of securities shall not be processed by listed entities unless the securities are held in the dematerialized form with a depository. In view of the above and to avail various other benefits of dematerialization like easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility loss of documents and bad deliveries, members are advised to dematerialize shares held by them in physical form.

14. M/s. Nidhi Bajaj & Associates, Practicing Company Secretary (COP No.: 14596), has been appointed as the scrutinizer to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner.

15. The Scrutinizer shall after the conclusion of the AGM, unblock the votes cast through remote e-voting (votes cast during the AGM and votes cast through remote e-voting), and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

16. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.atharventerprises.biz/home and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai

17. 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 mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

18. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

19. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

20. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.atharventerprises.biz/home. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

21. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

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

The remote e-voting period begins on Friday, 25th September, 2026 at 09:00 A.M. and ends on Monday, 28th 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. 22nd 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 22nd 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 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. 1. 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.co.in 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 General 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 csnidhi3388@gmail.com with a copy marked to evoting@nsdl.co.in.
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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Pallavi Mhatre, Senior Manager, NSDL at pallavid@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 atharventerprisesltd@gmail.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 atharventerprisesltd@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**.

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 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 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 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 atharventerprisesltd@gmail.com. The same will be replied by the company suitably.

6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/Folio number, PAN, mobile number at atharventerprisesltd@gmail.com from Tuesday, 22nd September, 2026 (9:00 a.m. IST) to Friday, 25th September, 2026 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

EXPLANATORY STATEMENT

IN CONFIRMITY WITH THE PROVISONS OF SECTION 102(1) OF THE COMPANIES ACT, 2013 THE FOLLOWING EXPLANATORY STATEMENT SETS OUT ALL THE MATERIAL FACTS RELATING TO THE ITEM OF SPECIAL BUSINESS OF THE NOTICE AND THE SAME SHOULD BE TAKEN AS FORMING PART OF THE NOTICE

ITEM NO. 3:

This Explanatory Statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), though statutorily not required in terms of Section 102 of the Act.

M/s. J. Singh & Associates, Chartered Accountants resigned as Statutory Auditor of the Company w.e.f. 21st January, 2026.

M/s. Shweta Jain & Co LLP, Chartered Accountants (ICAI Firm Registration Number 127673W/W101149) were appointed as Statutory Auditors of the Company, by the Board in the meeting held on 03rd February, 2026 for FY 2025-26 and later their appointment was approved by the members through postal ballot on 30th April, 2026.

Based on the recommendation of the Audit Committee and after considering evaluation of their past performance, expertise and experience, the Board of Directors ("Board") at its meeting held on August 14, 2026 have proposed to re-appoint M/s. Shweta Jain & Co LLP, Chartered Accountants (ICAI Firm Registration Number 127673W/W101149) as statutory auditor of the Company for first term of five years from the conclusion of 36th AGM till the conclusion of 41st AGM subject to the approval by the Shareholders at the ensuing Annual General Meeting at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the audit as may be mutually agreed between the Board of Directors and the Auditors.

The Board in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

A brief profile of M/s. Shweta Jain & Co LLP, Chartered Accountant is mentioned hereunder:

M/s. Shweta Jain & Co LLP (formerly known as Shweta Jain & Co.), a Chartered Accountancy firm established in January 2006, is based in Mumbai with branches in Bangalore and Udaipur. They are team of dynamic experts knowledgeable in business cycles, risks, and economics, ensuring high trust and integrity. CA Shweta Jain is the founder of her esteemed firm and a Fellow Member of the Institute of Chartered Accountants of India (ICAI) with over two decades of experience.

M/s. Shweta Jain & Co LLP, Chartered Accountant have consented to act as Statutory Auditors of the Company and have confirmed that their appointment, if made, will be within the limits prescribed under the Act and the rules made thereunder. They have further confirmed that they are eligible to be re-appointed as Statutory Auditors in terms of the provisions of the Act, the Chartered Accountants Act, 1949, and the rules and regulations made thereunder. The firm has also provided a certificate regarding their independence in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI").

The Board recommends the resolution set out at no. 3 of the Notice for approval by the Members by way of an Ordinary Resolution.

None of the Directors /Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the ordinary resolution set out at Item No. 3 of the Notice.

ITEM NO. 4:

The Company had appointed Mr. Pramod Kumar Gadiya as Managing Director of the Company for a period of 3 years from 1st August, 2024. The Members had subsequently approved the said appointment and terms of his remuneration. His current term of appointment as the Managing Director of the Company expires on 31st July 2027. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Pramod Kumar Gadiya should be available to the Company for a further period of 5 (Five) years with effect from 01st August 2027.

The main terms and conditions for the re-appointment of Mr. Pramod Kumar Gadiya are as follows:

1) **Designation**: Managing Director
2) **Tenure**: Five years commencing from August 01, 2027 to July 31, 2032
3) **Remuneration:** as per Item No. 5 of the Explanatory Statement;
4) **Perquisites**: as per Item No. 5 of the Explanatory Statement;
5) **Minimum Remuneration**: as per Item No. 5 of the Explanatory Statement;
6) **Duties and Powers:**

4.1 The Managing Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

4.2 The Managing Director shall not exceed the powers so delegated by the Board pursuant to clause 4.1 above.

4.3 The Managing Director undertakes general administration which include employee administration, general management for cost effectiveness, overhead expenses vis a vis performance and fulfilment of comply policies and regulations and all such orders and directions as may be given to her from time to time by the Board.

5) **Other Terms and conditions:**

5.1 The Managing Director shall not be liable to retire by rotation.

5.2 This Agreement is subject to termination by either party giving to the other party one (1) month notice in writing at the party's address given above or by making a payment of equivalent salary in lieu thereof.

5.3 The Company may terminate this Agreement forthwith by notice in writing to Mr. Pramod Kumar Gadiya if he shall become bankrupt or make any composition or arrangement with his creditors or if he shall cease to be a Director or shall commit a breach of any of the terms, conditions and stipulations herein contained and on his part to be observed and performed.

5.4 Mr. Pramod Kumar Gadiya shall during her term, abide by the provisions of the Atharv Enterprises ltd. Code of Conduct and the core policies in spirit and in letter and commit to assure its implementation.

5.5 This agreement is subject to the jurisdiction of the Courts of Mumbai. The aforesaid information may be treated as an abstract of terms under the provisions of the Companies Act, 2013. The specified information while seeking approval/ consent of the shareholders as required under Schedule V is listed out herein below:

In compliance with the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Act, read with Schedule V thereto, the terms of appointment and remuneration specified above are now being placed before the Members for their approval.

Except Mr. Pramod Kumar Gadiya (the appointee), Mr. Jagdish Gadiya and Mr. Vandana Gadiya (being relatives of the appointee) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Pramod Kumar Gadiya under Section 190 of the Act.

The specified information while seeking approval/consent of the shareholders as required under Schedule V is listed out herein below:

I. General Information:
1. Nature of Industry: Textile
2. Date of commencement of commercial operations: 26th December, 1990
3. In case of new companies, expected date of Commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable
4. Financial performance based on given
5. Foreign Investments or collaborations if any: NIL

II. **Information about the Appointee:**
1. **Background details**: He is Semi Qualified Chartered Accountant having more than two decades of experience in the field of Accounts, Stock Broking, Finance.

2. **Recognition or awards**: None

3. **Job profile and his suitability**:

• Maintains administrative staff by recruiting, selecting, orienting, and training employees; maintaining a safe and secure work environment; developing personal growth opportunities,

• Gathering information and Facilities management,

• Project overall management,

• Liaison to association attorney for legal aspects of association administration,

• overseeing the day-to-day operations of the office, this may include Managing supplies, scheduling maintenance of the office's equipments. For the performance of such crucial administrative work company need full time and competent as well experienced person who is well versed in ass aspects of general administration. Mr. Pramod Kumar Gadiya is having vast experience for more than a decade for general administration supported by his experience and there for she is suitable for the said job

4. **Remuneration proposed**: As per Item No. 5 of Explanatory Statement.

5. **Comparative remuneration profile with respect to industry size of the Company, profile of the position and person**:
Considering the overall responsibilities and taking into consideration of remuneration of Senior Executives the remuneration proposed to the appointee is reasonable and purely on the basis of merit, industry remuneration benchmarks, Company's remuneration policy as finalised by Nomination and Remuneration Committee constituted by the Board.

6. **Pecuniary relationship directly or indirectly with the Company, or relationship with the management personnel, if any:**
Besides the remuneration proposed, Mr. Pramod Kumar Gadiya does not have any pecuniary relationship with the Company. Mrs. Vandana Pramod Gadiya and Mr. Jagdish Gadiya, the managerial personnel are related to him.

III. Disclosures:
1. The remuneration package proposed to be given to Mr. Pramod Kumar Gadiya is as per the details given in the resolution. There is no severance fee or stock option in the case of the aforesaid managerial personnel. The tenure of the aforesaid managerial personnel shall be governed by the resolutions passed by the Shareholders in General Meeting with a notice period of one month by either side.

2. The agreement between the Company and Mr. Pramod Kumar Gadiya is available for inspection by the members of the Company at its Registered Office between 3.00 p.m. and 5.00 p.m. on any working day of the Company.

ITEM NO. 5:

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 14th August, 2026 approved the revision of remuneration payable to Mr. Pramod Kumar Gadiya, Managing Director of the Company w.e.f. 01st April, 2026. Further, the members are requested to authorise the Board to alter and vary the terms and conditions including remuneration and incremental thereof, from time to time for Mr. Pramod Kumar Gadiya as mentioned below.

Terms and Conditions:

A. REMUNERATION:

1. **Salary**: Rs. 1,25,000/- per month.

2. **Perquisites**:

(a) For such amount as may be decided by the Board of Directors up to a maximum of Rs. 25,000 per month (which shall include Special Allowance & conveyance and reimbursement of Medical Expenses per month as per the rules and policy of the Company from time to time).

(b) Contribution to Provident fund, Superannuation fund and payment of gratuity as per the rules of the Company.

Minimum Remuneration: Notwithstanding anything herein contained, where in any financial year during the period of his office as the Managing Director, the Company has no profits or its profits are inadequate, the Company may, subject to the requisite approvals, pay remuneration by way of salary, allowances, perquisites lesser than the above stated salary amount and which is already well within the maximum limits laid down in Section II of Part II of Schedule V to the Companies Act, 2013, and as may be agreed to by the Board of Directors and Mr. Pramod Kumar Gadiya.

The Board of Directors in their meeting held on 14th August, 2026 proposed to increase remuneration payable to Mr. Pramod Kumar Gadiya, subject to approval of members of the Company. In accordance with the applicable provisions of the Companies Act, 2013, approval of members is being sought, by way of special resolution, for payment of remuneration to Mr. Pramod Kumar Gadiya, Managing Director.

Accordingly, the Board recommends the resolution set forth in Item No. 5 relating to increase in the managerial remuneration payable to Mr. Pramod Kumar Gadiya, Managing Director, by way of Special Resolution.

Except Mr. Pramod Kumar Gadiya, Mr. Jagdish Gadiya and Ms. Vandana Pramod Gadiya (being relatives of the Managing Director) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

ITEM NO. 6:

Upon recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on 14th August, 2026 approved the revision of remuneration payable to Mrs. Vandana Pramod Gadiya (DIN: 02766684), Executive Director of the Company effective from 01st April, 2026. Further, the members are requested to authorise the Board to alter and vary the terms and conditions including remuneration and incremental thereof, from time to time for Mrs. Vandana Pramod Gadiya as mentioned below.

Terms and Conditions:

A. REMUNERATION:

1. **Salary**: Rs. 80,000/- per month.

2. **Perquisites**:

(a) For such amount as may be decided by the Board of Directors up to a maximum of Rs. 20,000 per month (which shall include Special Allowance & conveyance and reimbursement of Medical Expenses per month as per the rules and policy of the Company from time to time).

(b) Contribution to Provident fund, Superannuation fund and payment of gratuity as per the rules of the Company.

3**. Minimum Remuneration**: Notwithstanding anything herein contained, where in any financial year during the period of her office as an Executive Director, the Company has no profits or its profits are inadequate, the Company may, subject to the requisite approvals, pay remuneration by way of salary, allowances, perquisites lesser than the above stated salary amount and which is already well within the maximum limits laid down in Section II of Part II of Schedule V to the Companies Act, 2013, and as may be agreed to by the Board of Directors and Ms. Vandana Pramod Gadiya.

The Board of Directors in their meeting held on 14th August, 2026 proposed to increase remuneration payable to Ms. Vandana Pramod Gadiya, subject to approval of members of the Company. In accordance with the applicable provisions of the Companies Act, 2013, approval of members is being sought, by way of special resolution, for payment of remuneration to Ms. Vandana Pramod Gadiya, Executive Director.

Accordingly, the Board recommends the resolution set forth in Item No. 6 relating to increase in the managerial remuneration payable to Ms. Vandana Pramod Gadiya, Executive Director, by way of Special Resolution.

Except Ms. Vandana Gadiya, Mr. Jagdish Gadiya and Mr. Pramod Kumar Gadiya (being relatives of the Director) none of the other Directors or key managerial personnel of the Company or their relatives are concerned or interested, financially or otherwise in this Resolution.

ITEM NO. 7:

The Company proposes to pay commission of Rs. 1,00,000 per month to Mr. Punit Gadiya, son of Mr. Pramod Kumar Gadiya, Managing Director and Mrs. Vandana Pramod Gadiya, Director of the Company, for the services to be availed by company.

Since Mr. Punit Gadiya is a relative of a Director, the transaction qualifies as a related party transaction under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI LODR.

The Audit Committee and Board have reviewed and recommended the transaction, confirming that it is in the interest of the Company.

As the transaction value exceeds the materiality threshold prescribed under SEBI LODR (10% of consolidated turnover), approval of shareholders by way of special resolution is required.

None of the Directors, Key Managerial Personnel, or their relatives, except Mr. Pramod Kumar Gadiya, Managing Director, Ms. Vandana Pramod Gadiya, Director and Mr. Jagdish Gadiya Director of the Company shall be deemed concerned or interested in the resolution.

<u>ITEM NO. 8:</u>

The Company proposes to pay commission of Rs. 2,00,000 per month to Ms. Bhumi Gadiya, daughter of Mr. Pramod Kumar Gadiya, Managing Director and Mrs. Vandana Pramod Gadiya, Director of the Company, for the services availed by company.

Since Ms. Bhumi Gadiya is a relative of a Director, the transaction qualifies as a related party transaction under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI LODR.

The Audit Committee and Board have reviewed and recommended the transaction, confirming that it is in the interest of the Company.

As the transaction value exceeds the materiality threshold prescribed under SEBI LODR (10% of consolidated turnover), approval of shareholders by way of special resolution is required.

None of the Directors, Key Managerial Personnel, or their relatives, except Mr. Pramod Kumar Gadiya, Managing Director, Mrs. Vandana Pramod Gadiya, Director and Mr. Jagdish Gadiya Director of the Company shall be deemed concerned or interested in the resolution.

Date: 14th August 2026
Place: Mumbai

By Order the Board of Directors,

Sd/-
Aditi Kakhani
Company Secretary & Compliance officer

Registered Office:

ATHARV ENTERPRISES LIMITED
CIN: L66110MH1990PLC391158

Building No.D/27, Shop No.1, Yogi Nagar, Eksar, Borivali, Near Corporation Bank, Mumbai City, Mumbai, Maharashtra, India, 400091

Tel. No. 9324543395,
Email address: www.atharventerprises.biz/home
Website: atharventerpriseltd@gmail.com

<u>"ANNEXURE A" TO THE NOTICE</u>

Details of Directors pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are given below

Name of the Director	**Ms. Vandana Pramod Gadiya**	**Mr. Pramod Kumar Gadiya**
DIN	**02766684**	**02258245**
Date of Birth	27/01/1980	16/09/1974
Designation	Executive Director	Managing Director
Age	46 years	52
Date of appointment	Executive Director liable to retire by Rotation. (Original date of appointment - 26/08/2016)	w.e.f. 01st August, 2027 (Original date of appointment - 26/08/2016)
Nationality	Indian	Indian
Expertise in specific functional area and Brief profile	Master Degree in Accounts having more than one decade of experience in the field of Accounts and Administration	He has more than two decades of experience in the field of Accounts, Stock Broking, Finance.
Names of listed entities in which the person holds Directorship(s)	ATHARV ENTERPRISES LIMITED	ATHARV ENTERPRISES LIMITED
Listed entities from which the person has resigned in the past three (3) years	NA	NA
Shareholding in the Company (as at 31st March, 2026)	3128814 Equity shares	20350 Equity shares
Relationship with Directors and Key Managerial Personnel	Mr. Pramod Kumar Gadiya and Mr. Jagdish Gadiya, the managerial personnel are related to her.	Ms. Vandana Pramod Gadiya and Mr. Jagdish Gadiya, the managerial personnel are related to him.
Details of remuneration sought to be paid	INR 1,00,000 /- per month	INR 1,50,000 /- per month
Details of remuneration last drawn from the Company	INR 75,000 /- per month	INR 1,40,000 /- per month
Chairmanship/ Membership of the Committees of the Board of the Directors (as on 31st March, 2026)	NA	NA
Memberships / Chairmanships of Committees of other Companies	NA	NA

No. of Board Meetings attended during the year (for F.Y. 2025-26)	8	8
Terms and Conditions of Appointment	Executive Director, Liable to retire by rotation	Managing Director, not liable to retire by rotation