Nahar SPINNING MILLS LTD.

MARK OF INTEGRITY owm NAHAR GROUP OF COMPANIES

Regd. Office & Corporate Office : 373, Industrial Area-A, LUDHIANA - 141 003 (INDIA)
Phones : +91-161-2600701 to 705, 2606977 to 980 Fax : +91-161-2222942, 2601956
E-mail : secnsm@owmnahar.com Web Site : www.owmnahar.com
CIN No.: L17115PB1980PLC004341 GST No. : 03AAACN5710D1Z6

NSML/SD/2026-27/ **AUGUST 25, 2026**

The National Stock Exchange of India Limited **Exchange Plaza, 5th Floor, Plot No. C/1, G-Block** **Bandra-Kurla Complex, Bandra (E)** **MUMBAI – 400 051**	**The BSE Limited** **25th Floor, P.J. Tower,** **Dalal Street, Mumbai** **MUMBAI – 400 001**
SYMBOL: NAHARSPING	**SCRIP CODE: 500296**

SUB: NOTICE OF 46TH ANNUAL GENERAL MEETING

Dear Sir/Madam,

Pursuant to the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Notice of 46th Annual General Meeting of the Company scheduled to be held on **Friday, the 25th day of September, 2025 at 10:00 A.M. through Video Conferencing/Other Audio Visual Means (OAVM)** in compliance with Section 96 of the Companies Act, 2013 read with MCA Circulars.

The same has also been uploaded on the Company's website i.e. www.owmnahar.com.

This is for the information of the general public as well as members of the Exchange.

Thanking you,

Yours faithfully,
For NAHAR SPINNING MILLS LIMITED

BRIJ SHARMA Digitally signed by BRIJ SHARMA Date: 2026.08.25 14:31:13 +05'30'

NAHAR SPINNING MILLS LTD.

(BRIJ SHARMA)
COMPANY SECRETARY
M. No.F2458
Encl. As above

NOTICE

NOTICE IS HEREBY GIVEN THAT THE **46th ANNUAL GENERAL MEETING (AGM)** of the members of **NAHAR SPINNING MILLS LIMITED ('the Company')** will be held on **Friday, the 25th day of September, 2026 at 10.00 A.M** through Video Conferencing (VC) / Other Audio Visual Means (OAVM), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities & Exchange Board of India in this regard, to transact the following businesses:

ORDINARY BUSINESS:

ITEM NO.1-ADOPTION OF FINANCIAL STATEMENTS

To consider and adopt the Standalone Financial Statements of the Company for the financial year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon.

ITEM NO. 2 - DECLARATION OF DIVIDEND

To declare a Dividend of Rs. 1.00/- per Equity Share of Rs. 5/- each on Equity Share Capital for the financial year ended 31st March, 2026.

ITEM NO. 3 - APPOINTMENT OF MR. JAWAHAR LAL OSWAL (DIN: 00463866) AS A NON EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a Director in place of Mr. Jawahar Lal Oswal (DIN: 00463866) in terms of Section 152(6) of the Companies Act, 2013, who retires by rotation and being eligible, offers himself for re-appointment.

ITEM NO. 4 - APPOINTMENT OF MR. SATISH KUMAR SHARMA (DIN: 00402712) AS A NON-EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION

To appoint a director in place of Mr. Satish Kumar Sharma (DIN: 00402712) in terms of Section 152(6) of the Companies Act, 2013, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

ITEM NO.5 - RATIFICATION OF REMUNERATION OF COST AUDITORS OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, 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), the Cost Auditors M/s. Ramanath Iyer & Co. (Firm Registration No. 000019), New Delhi appointed by the Board of Directors of the Company, to conduct the audit of the Cost Records of the Company for the financial year 2026-27 at a remuneration of Rs. 2.20 Lakhs (Rupees Two Lakhs Twenty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses incurred, be and is hereby ratified."

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

ITEM NO. 6 - TO APPROVE CONTINUATION OF HOLDING OF OFFICE AS NON-EXECUTIVE DIRECTOR BY MR. SATISH KUMAR SHARMA (DIN: 00402712), UPON ATTAINING THE AGE OF 75 YEARS

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 Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force)based on the recommendation and approval of Nomination and Remuneration Committee and Board of Directors of the company, consent and approval of the Members be and is hereby accorded for continuation of holding of office as Non-Executive Director of the Company by Mr. Satish Kumar Sharma (DIN: 00402712) upon attaining the age of 75 years on September 4, 2027."

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

ITEM NO. 7 - TO RE-APPOINT MR. DINESH OSWAL (DIN: 00607290), AS MANAGING DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and rules framed thereunder and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) & Articles of Association and based on the recommendation of Nomination and Remuneration committee and approval of the Board of Directors, consent and approval of the Members be and is hereby accorded for the re-appointment of Mr. Dinesh Oswal (DIN : 00607290) as Managing Director of the Company, for a period of five years w.e.f. 1st January, 2027 to 31st December, 2031 on the terms and conditions including the payment of remuneration and perquisites as set out below: (I) Salary (Scale) : Rs.95,00,000-5,00,000-

1,15,00,000/- per month. (II) Commission: 2% of the Net Profit. (III) Perquisites: Following perquisites shall be allowed in addition to salary and commission. "

I) Housing

Mr. Dinesh Oswal shall be entitled to House Rent Allowance @50% of the salary.

EXPLANATION

i) The expenditure incurred by the Company on gas, electricity, water and furnishings shall be valued as per Income Tax Rules, 2026. This shall however be subject to a ceiling of 10% of the salary of Mr. Dinesh Oswal.

ii) Medical Reimbursement: Reimbursement of expenses incurred including Insurance premium paid for the medical policy for self and family subject to a ceiling of one month's salary in a year or Five months' salary over a period of Five years.

iii) Leave Travel Concession: Leave travel concession for a self and family twice in a year incurred by him.

iv) Club Fees: Fees of the club subject to a maximum of five clubs including admission fees and life membership fee.

v) Personal Accident Insurance: Personal Accident Insurance of an amount, the annual premium of which shall not exceed Rs. 20000/-.

vi) Provident Fund and superannuation fund: Contribution to Provident Fund, Superannuation Fund or Annuity fund in accordance with the rules specified by the Company.

vii) Gratuity: Gratuity paid shall not exceed half month's salary for each completed year of service subject to maximum limit as per Payment of Gratuity Act 1972.

viii) Leave Encashment: Encashment of the leave at the end of the tenure, as per rules of the Company.

ix) Car and Telephone: Free use of Company's car with driver for official work, mobile expenses and telephone at residence.

NOTE: For the purpose of perquisites stated herein above, family means the spouse, the dependent children, dependent parents of the appointee."

"**RESOLVED FURTHER THAT** above mentioned remuneration be paid to Mr. Dinesh Oswal, being a member of Promoter/Promoter Group of the Company, notwithstanding the aggregate annual remuneration payable to him may exceeds the limit as provided under Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during his tenure from January 1, 2027 to December 31, 2031."

"**RESOLVED FURTHER THAT** The Board of directors of the company, subject to the recommendation of Nomination and Remuneration committee, be and are hereby authorised to alter and vary the terms and conditions of appointment and /or remuneration of Mr. Dinesh Oswal, as the Board of Directors may deem appropriate during his tenure as Managing Director of the Company, provided such revision in remuneration does not exceed limits approved by the members under Section 197, read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force)."

"**RESOLVED FURTHER THAT** wherein any financial year, the Company has no profits or its profits are inadequate, the Company may pay remuneration by way of salary, commission and perquisites as above to Mr. Dinesh Oswal, as Minimum Remuneration for a period not exceeding 3 (three) years or such other period as may be permitted subject to the requisite approvals, if any."

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

ITEM NO.8 – TO APPROVE INCREASE IN THE FEE PAYABLE TO SH. JAWAHAR LAL OSWAL DIN: 00463866, NON-EXECUTIVE DIRECTOR/ CHAIRMAN OF THE COMPANY

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

"**RESOLVED THAT** pursuant to the provisions of Section 197 and 198 of the Companies Act, 2013 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on the recommendation of Nomination and Remuneration Committee, Audit Committee and approval of the Board of Directors of the Company, consent and approval of the members of the Company, be and is hereby accorded for the increase in payment of Mr. Jawahar Lal Oswal, Non-Executive Director/Chairman of the Company (DIN: 00463866) from @0.50% to @0.60% of Export Sales of the Company w.e.f. 1st April, 2026 for the remaining period of the office i.e. till 30th September, 2027 in addition to sitting fees for attending the meetings of the Board of Directors as approved by the Board of Directors for Non-Executive Directors of the Company."

"**RESOLVED FURTHER THAT** the said amount will be paid to Mr. Jawahar Lal Oswal even if it exceeds one percent of the net profits of the Company in accordance with Section 197 and 198 of the Companies Act, 2013 including any statutory modification(s) or re-enactment(s) thereof."

"**RESOLVED FURTHER THAT** wherein any financial year, the Company has no profits or its profits are inadequate, the Company may pay Mr. Jawahar Lal Oswal, the said amount as Minimum Remuneration w.e.f. 1st April, 2026 till 30th September,2027 or such other period as may be statutorily permitted subject to the requisite approvals, if any."

"**RESOLVED FURTHER THAT** pursuant to Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, above said payment be made to Mr. Jawahar Lal Oswal, Non-Executive Director/Chairman of the Company, in the eventuality of it exceeding fifty percent of the total annual remuneration payable to all Non-Executive Directors, for the financial year 2026-27."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (including the Nomination and Remuneration Committee) be and are hereby authorised to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to the above resolution."

ITEM NO: 9 - TO RE-APPOINT DR. YASH PAUL SACHDEVA (DIN: 02012337), AS AN INDEPENDENT DIRECTOR

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 Sections 149, 152 & 164 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force)), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and Board of Director, Dr. Yash Paul Sachdeva (DIN: 02012337), who was appointed as an Independent Director for five consecutive years by the shareholders on 24th August, 2022 and who holds office upto 23rd August, 2027 and who qualifies for being appointed as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation to hold office for 5 (five) consecutive years for a second term w.e.f. 24th August,2027 up to 23rd August, 2032."

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

ITEM NO. 10 - TO RE-APPOINT DR. ANCHAL KUMAR JAIN (DIN: 09546925), AS AN INDEPENDENT DIRECTOR

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 Sections 149, 152 & 164 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and Board of Directors, Dr. Anchal Kumar Jain (DIN: 09546925), who was appointed as an Independent Director for 5(five) consecutive years by the shareholders on 24th August, 2022 and who holds office upto 23rd August, 2027 and who qualifies for being appointed as an Independent Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation to hold office for 5 (five) consecutive years for a second term w.e.f. 24th August,2027 upto 23rd August, 2032."

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

ITEM NO: 11 – ALTERATION IN MAIN OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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 provision of Section 4 and 13 and other applicable provisions, If any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the rules framed there under and in accordance with the provisions of the Memorandum and Articles of Association of the Company, subject to the approval of Ministry of Corporate Affairs and any other regulatory authority as may be required consent and approval of the Members be and is hereby accorded for amendment of Main Objects clause of Memorandum of Association of the Company by inserting following Sub-clause 8, 9, and 10 after Sub-clause 7 in the Clause III (A) of Memorandum of Association of the Company:-

8) To carry on the business of generating, trading, purchasing, marketing, selling, producing, manufacturing, transmitting, accumulating, distributing and supplying solar energy Including solar for its own use

or for sale to Governments, State Electricity Boards, Intermediaries in Power Transmission/Distribution, Companies, Industrial Units, or to other types of users / consumers of Energy, including construction, generation, operation and maintenance, renovation and modernization of Power Stations.

9) To acquire concessions or licenses granted by or to enter into contracts with, the Government of India, any State Government, Municipal, Local Authority or other Statutory bodies, Companies or any other person for the development, erection, installation, establishment, construction, operation and maintenance of Solar Power Plants, and in this regard to promote, develop, own, acquire, set up, erect, build, install, commission, construct, establish, maintain, improve, manage, operate alter, control, take on hire / lease, carry out and run all necessary Plants, equipment, sub-stations, workshops, generators, transmission facilities, machinery, electrical equipment, accumulators, repair shops, wires, cables, lamps, fittings and apparatus in the capacity of principals, contractors, developers or otherwise and to deal, buy, sell and hire / lease all apparatus and things required for or used in connection with generation, distribution, supply, accumulation of Solar Energy.

10) To carry on the business of consultants, advisors, auctioneers for all type of solar energy plants and to undertake research and development in the field of solar energy and other allied fields."

"**RESOLVED FURTHER THAT** Mr. Satish Kumar Sharma (DIN:00402712), Director and Mr. Brij Sharma, Company Secretary of the Company be and are hereby severally authorized to sign, file, verify and execute all such papers, documents, or agreements, as may be required and deemed necessary in order to give effect to the aforesaid resolution and to do all such acts, deeds, matters and things as may be necessary or incidental in this regard."

By Order of the Board
For Nahar Spinning Mills Limited

Dated: 5th August, 2026
Registered Office:
373, Industrial Area-A,
Ludhiana -141003 (India)
CIN: L17115PB1980PLC004341
E-mail: secnsm@owmnahar.com

Brij Sharma
(Company Secretary)
Mem. No. FCS 2458

NOTES:

1. **The Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020 dated May 05, 2020, read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated September 22, 2025 (referred to as "MCA Circulars") has permitted to conduct the Annual General Meeting through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), till further orders. In compliance with aforesaid MCA Circulars, the 46th Annual General Meeting will be held through video conferencing (VC) or other audio visual means (OAVM) without the physical presence of the Members at a common venue. Members can attend and participate in the ensuing AGM through VC/OAVM. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 25. The 46th AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars.**
2. The venue of the Meeting shall be deemed to be the Registered Office of the Company.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto and forms part of this Notice.
4. Pursuant to MCA Circulars and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as SEBI (LODR) Regulations), the facility to appoint a proxy to attend and cast vote for the members is not applicable for this AGM as this AGM would be conducted through VC / OAVM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 113 of the Companies Act, 2013, body corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and cast their votes through e-voting.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
6. In line with the MCA Circulars and SEBI (LODR) Regulations, the Notice calling the AGM along with Annual Report for the year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. A letter providing the web-link for accessing the Annual Report, including the exact path, is being sent to those members who have not registered their email address with the Company. However, hard copy of full annual report will be sent to the shareholder who request for the same.

   Members may note that Notice and Annual Report 2025-26 has been uploaded on the website of the Company at www.owmnahar.com. 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 and www.nseindia.com, respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The Register of Members and Share Transfer Register of the Company shall remain closed from 5th September, 2026 to 9th September, 2026 (both days inclusive) for the purpose of equity dividend for the year ended 31st March, 2026.

8. The dividend on equity shares as recommended by the Board of Directors, if approved at the Annual General Meeting will be paid to the members subject to deduction of tax at source, whose names shall appear in Register of Members as on 4th September, 2026 or Register of Beneficial Owners, maintained by the Depositories at the close of 4th September, 2026.

   Members may note that the Income-tax Act, 2025, ("the IT Act") mandates that dividend income is taxable in the hands of members and the Company is required to deduct tax at source (TDS) from the dividend payable to the members at the prescribed rates as per the Income Tax Act. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, in accordance with the provisions of the IT Act.

9. 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 to atleast 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 AGM without restriction on account of first come first served basis.

10. In terms of the provisions of Section 152 of the Companies Act, 2013, Mr. Jawahar Lal Oswal (DIN: 00463866) and Mr. Satish Kumar Sharma (DIN: 00402712), Non-Executive Directors, retire by rotation at this Meeting and offered themselves for re-appointment. The Nomination and Remuneration Committee and the Board of Directors of the Company recommend their respective re-appointments.

11. The relevant information under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, regarding the Directors who are proposed to be re-appointed, is given hereto and form part of the Notice.

12. **TRANSFER OF SHARES AND DIVIDEND TO IEPF:** Pursuant to Section 124(5) of the Companies Act, 2013, unclaimed dividend upto the financial year 2017-18 has been transferred to Investor Education and Protection Fund. Further, unpaid dividend for the year 2018-19 is to be transferred to Investor Education and Protection Fund in November, 2026. Shareholders who have not yet claimed the dividend relating to said period are requested to claim the amount from the Company at the earliest.

    Pursuant to Section 124(6) of the Companies Act, 2013 read with Rule 6 of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended from time to time, the Company has transferred all the shares in respect of which dividend was remained unclaimed or unpaid for a period of seven consecutive years or more to the demat account of IEPF Authority as per applicable Rules. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: https://www.owmnahar.com/spinning/pdf/Financial-year2017-18.pdf.

    Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back by making an application to the IEPF Authority in e-Form IEPF-5 as per procedure provided under Rule 7 of the IEPF Rules. Concerned members/investors are advised to access the web link: https://www.mca.gov.in for lodging claim in e-Form IEPF-5 for refund of shares and / or dividend from the IEPF Authority.

13. As per Regulation 40 of SEBI (LODR) Regulations, 2015, securities of listed companies can be transferred only in dematerialized form.

    In view of the above and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Transfer Agent: M/s. Alankit Assignments Limited for assistance in this regard.

14. The Company actively participated in the "100 Days Campaign - Saksham Niveshak", the initiative launched by the IEPF Authority from July 28, 2025 to November 6, 2025 and April 1, 2026 to July 9, 2026 focused on proactive shareholders engagement.

Demonstrating a pro-active approach, the Company engaged with its Shareholders to facilitate KYC updates, dematerialisation of shares, and reclaiming of unpaid dividends. The Company created awareness of this campaign through e-mails, letters, newspaper- advertisement, website and intimation to stock exchanges etc.

15. **SPECIAL WINDOW FOR RE-LODGEMENT OF TRANSFER REQUESTS:** SEBI vide Circular No. SEBI/HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, has re-opened the Special Window for a period of 1 (one) year from February 5, 2026 to February 4, 2027 to facilitate shareholders for lodging/re-lodging requests for transfer and dematerialisation ("demat") of physical securities which were sold/purchased prior to April 01, 2019. This special window is also available for such transfer requests which were submitted earlier and were rejected/returned/not attended to due to deficiency in the documents/process/or otherwise. Securities transferred through this mechanism shall be credited only in dematerialized form and will remain under a one year lock-in, during which they cannot be transferred, lien-marked, or pledged. In accordance with the Circular, the Company has created awareness through newspaper advertisement, website and stock exchanges filings to encourage Members to avail benefit from this facility.

    Eligible shareholders may submit their transfer requests alongwith the requisite documents to the Company's Registrar and Share Transfer Agent (RTA) at M/s. Alankit Assignments Limited, Unit: Nahar Spinning Mills Limited, 4E/2, Alankit House, Jhandewalan Extension, New Delhi – 110055 (Tel. 011-42541234), within the stipulated period. Eligible shareholders are requested to submit their transfer requests alongwith the requisite documents to the Company's Registrar and Share Transfer Agent (RTA) at M/s. Alankit Assignments Limited, Unit: Nahar Spinning Mills Ltd. 4E/2, Alankit House, Jhandewalan Extension, New Delhi – 110055 (Tel. 011-42541234), within the stipulated period.

16. **ELECTRONIC CREDIT OF DIVIDEND:** As per SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, dividend shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, contact details including mobile number, bank account details and specimen signature. Hence, shareholders are requested to update their above mentioned details with the Company at the earliest in order to avoid any delay in receipt of dividend.

17. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Registrar and Share Transfer Agent: M/s. Alankit Assignments Limited, the details of such folios together with the share certificates for consolidating and latest client master list their holdings in one folio and directly credit of shares to their demat account.

18. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

19. As per SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, it is mandatory for all the holders of physical securities in listed company to furnish/ update PAN, KYC details (Address, Mobile No., E-mail ID, Bank Details, Specimen Signatures) and Nomination details in the prescribed forms i.e. ISR-1, ISR-2, SH-13/ ISR-3/ SH-14.Communication in this regard has been sent to all physical holders whose folios are not KYC updated at the latest available address. Members are again requested to forward the duly filled in Forms along with the related proofs to the Company at its Registered Office at 373, Industrial Area-A, Ludhiana – 141003 or Registrar and Transfer Agent at M/s. Alankit Assignments Limited, Unit: Nahar Spinning Mills Limited, Alankit House, 4E/2, Jhandewalan Extension, New Delhi-110055. The aforesaid forms can be downloaded from the website of the Company at https://www.owmnahar.com/spinning/kyc_updation.php.

20. SEBI vide its Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023 as amended from time to time, has established a common Online Dispute Resolution Portal (Smart ODR) to raise disputes arising in the Indian Securities Market. After exhausting the option for resolution of the grievance with the RTA/Company directly and through SCORES portal, the investors can initiate dispute resolution through the ODR Portal i.e. https://smartodr.in/login.

21. As an on-going measure to enhance ease of dealing in securities markets by investors, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has decided that listed companies shall henceforth issue the securities in dematerialized form only while processing the service requests for: 1. Issue of duplicate securities certificate; 2. Claim from Unclaimed Suspense Account; 3. Renewal / Exchange of securities certificate; 4. Endorsement; 5. Sub-division / Splitting of securities certificate; 6. Consolidation of securities certificates/folios; 7. Transmission; 8. Transposition. Therefore,

Members are requested to kindly get their shares dematerialized at the earliest.

22. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection in electronic mode during the AGM. All other documents referred to in the Notice will be available for inspection in electronic mode without any fee by the members from the date of circulation of this Notice up to the date of AGM i.e. September 25, 2026. Members seeking to inspect such documents can send an email to secnsm@owmnahar.com

23. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and MCA Circulars, 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

24. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL / MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY / DEPOSITORIES:

1. For Physical shareholders - please provide necessary details like 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 secnsm@owmnahar.com or rta@alankit.com.
2. For Demat shareholders - please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

25. INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(I) The voting period begins on 22nd September, 2026 (9:00 a.m.) and ends on 24th September, 2026 (5:00 p.m.). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18th September, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) The member who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on Login icon and My Easi New (Token) Tab. 2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the E-voting 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 & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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 3) Visit the e-Voting website of NSDL. Open web browser by typing the 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider's website 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. CDSL and NSDL

Login type	Helpdesk details
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
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.co.in or call at toll free no.: 022-48867000 and 022-24997000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method of e-Voting and joining virtual AGM for **Physical Shareholders & shareholders other than individual shareholders holding in demat form.**

a. The shareholders should log on to the e-voting website www.evotingindia.com.

b. Click on "Shareholders" module.

c. Now Enter your User ID

i. For CDSL: 16 digits beneficiary ID,

ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.

d. Next enter the Image Verification as displayed and Click on Login.

e. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

f. If you are a first time user follow the steps given below:

	For Physical Shareholders and other than individual shareholders holding shares in demat
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field

g. After entering these details appropriately, click on "SUBMIT" tab.

h. Members holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

i. For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

j. **Click on the EVSN for NAHAR SPINNING MILLS LIMITED i.e. 260807011 to vote.**

k. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

l. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

m. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

n. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

o. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

p. If Demat account holder has forgotten the login password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

q. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

r. Additional Facility for Non - Individual Shareholders and Custodians - For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at bathla7@gmail.com and to the Company at secnsm@owmnahar.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

(vi) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 18th September, 2026 may follow the same instructions as mentioned above for e-Voting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you may write an email to helpdesk.evoting @cdslindia.com or contact at toll free no. 1800-21-09911.

(vii) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting @cdslindia.com or call on toll free no. 1800-21-09911.

(viii) Name, designation, address, e-mail ID and phone number of the person responsible to address the grievances connected with the e-voting:

Mr. Brij Sharma,
Company Secretary and Compliance Officer
373, Industrial Area-A, Ludhiana – 141003
CIN: L17115PB1980PLC004341
Phone: 0161-2600701 to 705
E-mail: secnsm@owmnahar.com

26. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING AGM ARE AS UNDER:

(i) The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

(ii) The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.

(iii) Shareholders 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.

(iv) Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.

(v) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

(vi) 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.

(vii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secnsm@owmnahar.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secnsm@owmnahar.com. These queries will be replied to by the company suitably by email.

(viii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

(ix) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast 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 available during the AGM.

(x) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Other instructions:

27. Voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on cut off date.

28. The Company has appointed Mr. P.S. Bathla, Practicing Company Secretary (Membership No. FCS 4391), to act as the Scrutinizer to the e-voting process i.e. votes cast during the AGM and votes cast through remote e-voting, in a fair and transparent manner.

29. The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), within two working days of the conclusion of the AGM.

30. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company www.owmnahar.com and on the website of CDSL i.e. www.evotingindia.com. The results shall simultaneously be communicated to the Stock Exchanges.

31. Subject to the receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of the 46th Annual General Meeting i.e. 25th September, 2026.

32. A person who is not a Member as on the cut-off date i.e. 18th September, 2026 should treat this Notice for informational purpose only.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to the Special Business mentioned under Item No. 5 to Item No. 11 of the accompanying Notice:

ITEM NO. 5

As per the provisions of Companies (Cost Records and Audit) Rules, 2014, as amended Company's activities fall within the purview of Cost Audit requirement. Accordingly, the Board at its meeting held on 28th May, 2026 on the recommendation of Audit Committee, approved the appointment of M/s Ramanath Iyer & Co., Cost Accountants (Firm Registration No. 000019) at a remuneration of Rs. 2.20 Lakhs (Rupees Two Lakhs Twenty Thousand only) plus applicable taxes and Reimbursement of Out of pocket expenses incurred for conducting the Cost Audit of the Cost records of the Company for the financial year 2026-27.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration as mentioned above, payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors has to be ratified by the shareholders of the Company.

Accordingly, consent and approval of the shareholders is being sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of remuneration payable to M/s. Ramanath Iyer & Co., Cost Accountants (Firm Registration No. 000019) for financial year 2026-27.

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

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval of the members.

ITEM NO. 6

Mr. Satish Kumar Sharma (DIN: 00402712) is being appointed as a Non Executive Director of the Company (Item No 4 of the accompanying Notice) under the provisions of Section 152 of the Companies Act, 2013. The provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, provides that no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of seventy five (75) years unless a special resolution is passed to that effect.

Mr. Satish Kumar Sharma is 74 years of age and will reach the age of 75 years on 4 September, 2027. Mr. S.K. Sharma is a Non- Executive Director of the Company. He is MBA having more than 52 years of work experience in corporate affairs and Marketing. He provides guidance and leadership to the executive team of professionals to achieve the milestones as specified by the Board. He strives towards adopting best practices in governance while fully complying with the applicable laws and statutes.

The Nomination and Remuneration Committee and the Board reviewed and confirmed that Mr. Satish Kumar Sharma (DIN: 00402712) possesses appropriate skills, experience and knowledge as required for continuing as a Director of the Company. He is a fit and proper person to continue the Directorship of the Company and He is not debarred from holding the office of director by virtue of any order by the Securities and Exchange Board of

India or any other authority. He is not disqualified for continuing as a Director in terms of Section 164 of the Companies Act, 2013.

Having regard to his leadership, strategic inputs, management skills, stakeholders' relationships, governance acumen as well as operational guidance towards the growth of the Company, the Nomination and Remuneration Committee has recommended his continuation on the Board as a Non-Executive Director. The Board is of the opinion that his continued association would be of immense beneficial to the Company and it is desirable to continue to avail his services as a Non-Executive Director.

In view of above, the Company seeks consent of the members by way of Special Resolution for continuation of Directorship of Mr. Satish Kumar Sharma as a Non-Executive Director of the Company after attaining the age of 75 years on September 4, 2027, has been proposed for your approval.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for your approval.

Except Mr. Satish Kumar Sharma, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise in the Resolution. Mr. Satish Kumar Sharma is holding 16987 Equity Shares of the company by himself and His wife Mrs. Sunita Sharma is holding 18382 equity Shares in the Company.

Brief profile of Mr. Satish Kumar Sharma alongwith other information as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided at the end of this Notice.

ITEM NO. 7

Mr. Dinesh Oswal (DIN: 00607290) was appointed as Managing Director of the Company w.e.f 1st January, 2022 for a period of 5 Years. His period of office shall expire on 31st December, 2026. Mr. Dinesh Oswal is 61 years of age. He is a Commerce graduate and has more than 41 years business experience in Textile Industry and has financial expertise. He has been involved in the Operations of the Company since 1985. During his leadership, the Company has become one of the leading Integrated Textile Company. The Company has been awarded several Export Trophies by TEXPROCIL for Company's excellent export performance in Yarns/ Knitted garments. It would be in the interest of the company if he is reappointed as Managing Director of the Company under the category of the Key Managerial Personnel.

The Board keeping in view the overall growth of the Company under his able and dynamic leadership and on the recommendation of Nomination and Remuneration Committee (subject to the approval of the shareholders) has approved to re-appoint him as Managing Director for a further period of 5 years commencing from 1st January, 2027. Mr. Dinesh Oswal is eligible for re-appointment as Managing Director and his remuneration and perquisites as set out in the resolution as set out at Item No. 7 are in accordance with the provisions of Section 197 read with Schedule V of the Companies Act, 2013.

Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') provides that the fees or compensation payable to executive directors who are promoters or members of the promoter group, shall be subject to the approval of the shareholders by special resolution in general meeting, if- the annual remuneration payable to such executive director exceeds Rs. 5 Crores or 2.5 per cent of the net profits (calculated as per Section 198 of the Companies Act, 2013) of the listed entity, whichever is higher.

Mr. Dinesh Oswal belongs to the Promoter/Promoter Group of the Company. Accordingly, approval of the members is being sought for payment of remuneration to Mr. Dinesh Oswal, Managing Director of the Company, being a promoter of the Company, even if the aggregate annual remuneration payable to him may exceeds the limit as provided under Regulation 17(6)(e) of Listing Regulations, during his proposed term i.e. from January 1, 2027 to December 31, 2031.

Wherein any financial year during his tenure as Managing Director, the Company has no profits or its profits are inadequate, the Company may pay the remuneration as set out in the resolution to Mr. Dinesh Oswal, as the minimum remuneration for a period not exceeding 3 (three) years or such other period as may be permitted subject to the requisite approvals, if any.

Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings regarding particulars of Director seeking re-appointment:

Directorship of Board in other Company as on 31st March 2026 :

Sr. No.	NAME OF THE COMPANY	STATUS
1	Nahar Capital and Financial Services limited	Managing Director
2	Nahar Poly Films Limited	Director
3	Nahar Industrial Enterprises Limited	Director
4	Closettrunk Private Limited	Director
5	Oswal Woollen Mills Limited	Director
6	Nahar Industrial Infrastructure Corporation Limited	Director
7	Sankheshwar Holding Company Limited	Director
8	Abhilash Growth Fund Private Limited	Director

Chairmanship/ Membership of Board Committees:

Sr. No.	NAME OF THE COMPANY	COMMITTEE
1.	Nahar Capital and Financial Services limited	CSR Committee Share Transfer Committee Asset Liability Management Committee Investment Committee
2.	Nahar Poly Films Limited	CSR Committee Share Transfer Committee

Listed entities from which the Director has resigned in the past three years: Nil

No. of Board Meetings attended during the year: 4

Shareholding in the Company: 123766 Equity Shares of Rs.5/- each

Disclosure of relationship between Directors inter-se: Mr. Dinesh Oswal is related to Mr. Jawahar Lal Oswal (Chairman) and Mr. Kamal Oswal (Director). None of the other Directors are in any way related to Mr. Dinesh Oswal.

Terms and Conditions of appointment/Re-appointment: Re-appointment as a Managing Director for a term of five years w.e.f. January 1, 2027

Details of Remuneration sought to be paid: He shall be paid remuneration as proposed in the resolution set out at Item no. 7 of the accompanying Notice of the Annual General Meeting.

Mr. Dinesh Oswal may be deemed to be concerned or interested in the aforesaid resolution. Further, Mr. Jawahar Lal Oswal (DIN: 00463866), Non-Executive Director/ Chairman and Mr. Kamal Oswal (DIN: 0493213), Non-Executive Director, being relatives of Mr. Dinesh Oswal may be deemed to be concerned or interested in the proposed resolution. The other relatives of Mr. Dinesh Oswal may deemed to be interested in the resolution, to the extent of their shareholding interest, if any, in the Company. None of the other Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Resolution as given in the notice may also be treated as an abstract of terms of Contract of Appointment under the provisions of Section 190 of the Companies Act, 2013. The terms and conditions of appointment as set out in the draft agreement to be entered into between the Company and Mr. Dinesh Oswal is available for inspection at the Registered Office of the Company.

The Board recommends the special resolution set out at Item no. 7 of the accompanying Notice for your approval.

THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013

I. GENERAL INFORMATION:

(1) Nature of Industry

The Company is mainly engaged in the manufacturing of Yarn and Garments under the main head Textile Industry.

(2) Date or expected date of commencement of commercial production

The Company was incorporated on 16th December, 1980 and is working since then.

(3) In case of new companies expected date of commencement of activities as per project approved by the financial institution appearing in the prospectus.

Not Applicable, as the company is an existing Company operating its Spinning/Garment Plants successfully.

(4) Financial performance based on the given indicators

(Amount in Rs.)

	FY 2025-26	FY 2024-25
Gross Revenue	3,23,311.25	3,31,890.66
Profit before Tax	2,603.93	2,113.25
Net Profit for the period	2,181.93	1,235.25

(5) Foreign investments or Collaborators, if any

The Company has not entered into any foreign collaboration and no foreign direct capital investment has been made in the Company.

II. INFORMATION ABOUT THE APPOINTEE:

(1) Background details

Mr. Dinesh Oswal is 61 years of age. He is commerce graduate and has more than 41 years of business experience in textile industry and financial matters. He is also a Managing Director of M/s. Nahar Capital and Financial Services Ltd.

(2) Past Remuneration (last two years)

(Amount in Rs.)

Particulars	Financial year (2025-26)	Financial Year (2024-25)
Salary	155250000	146250000
Perquisite and Allowances	12420000	11683604
Commission/bonus	8500000	0
Retirement Benefits	0	**0**
Total	**176784920**	**157933604**

Note: Mr. Dinesh Oswal was paid remuneration during the year 2024-25 and 2025-26 as approved by the Shareholders vide their Special Resolution dated 30th September, 2021.

(3) Recognition or Awards

Under the able & dynamic leadership of Sh. Dinesh Oswal, Managing Director, Company has been awarded several export Awards and trophies by the TEXPROCIL and Apparel Export Promotion Council and the Government of India

(4) Job profile and his suitability

Mr. Dinesh Oswal was reappointed as Managing Director of the company by the members for a period of five years w.e.f. 1st January, 2022, vide their resolution dated 29th September, 2021. He is overall responsible for operations of the Company under the supervision of the Board of Directors. He is having more than 41 years of experience in Textile Industry. Mr. Dinesh Oswal joined the Company as Director, in the year 1985. Under his able and dynamic leadership of 41 years, Company has become one of the largest integrated Spinning Mills of the Country. The Company's Operating income which was 153 million in the year 1985 has risen to Rs. 32,331.125 million in the year 2026. He has played a pivotal role in charting the Company's strategy for expanding its operations in the Global as well as Domestic Markets. Having regard to his textile knowledge, Business experience and leadership to the executive team, he is the best suited person for the responsibilities entrusted to him by the Board of Directors.

(5) Remuneration Proposed

The remuneration proposed has already been given in the Special Resolution at Item No. 7 of the accompanying Notice of Annual General Meeting. In case of inadequacy of profits, the said remuneration will be paid as minimum remuneration.

(6) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)

Considering the size of the Company, the profile of Mr. Dinesh Oswal, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid to him commensurate with the remuneration packages paid to persons appointed at similar level in other companies.

(7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any

Mr. Dinesh Oswal belongs to promoter category. He is a relative to Mr. J.L. Oswal, Chairman and Mr. Kamal Oswal, Directors of the Company. Besides the remuneration proposed, Mr. Dinesh Oswal, does not have any other pecuniary relationship with the Company or with the Managerial Personnel.

I. OTHER INFORMATION:

- **Reasons for loss or inadequate profits**

  The Company has earned a Net Profit of Rs. 2,181.93 lakhs for the year ended 31st March, 2026. The prevailing geo-political situation West Asia war and Tariff imposed by U.S. on several countries including India may impact economic and financial activities which may affect the Company's profitability in future periods.

- **Steps taken or proposed to be taken for improvement**

  The global economy continues to face uncertainties arising from ongoing West Asia war and geo-political developments. However, with gradual improvement in market sentiment and demand in the textile sector, the Company remains optimistic about the prospects of its products in the coming periods.

- **Expected increase in the productivity and profits in the measurable terms.**

  Currently, it is not feasible to predict with accuracy the expected increase in the productivity and profits in the measurable term. However with the improvement in the economic activity at the Global and Domestic markets, your Management expects that the productivity and profits will improve in coming period. With the improvement in business cycle, the textile industry is expected to perform reasonably well in the coming period.

II. DISCLOSURES:

The Company has provided all the disclosures in Corporate Governance Report as required under Section II of Part II of Schedule V of the Companies Act, 2013.

ITEM NO. 8

The Shareholders vide their Special Resolution dated 25th September, 2024 approved the payment @0.50% of Export Sales of the Company, to Sh. Jawahar Lal Oswal (DIN: 00463866), Non-Executive Director/ Chairman of the Company w.e.f. 1st October, 2024 to 30th September, 2027, in addition to sitting fees for attending the meetings of the Board of Directors as approved by the Board of Directors for Non-Executive Directors of the Company.

Accordingly Sh. Jawahar Lal Oswal (DIN: 00463866) who was appointed as an Export Advisor, is being paid fee of 0.50% of the Company's export sales. The Nomination and Remuneration and Board has recommended, subject to your approval increase in the fee from 0.50% to 0.60% w.e.f. 1st April, 2026 for the remaining period of the office i.e. till 30th September, 2027. In addition to the said payment, Mr. Jawahar Lal Oswal shall continue to be eligible for the payment of sitting fees for attending the meetings of the Board of Directors.

The said payment will be paid to Mr. Jawahar Lal Oswal even if it exceeds one percent of the Net Profits of the

Company in accordance with Section 197 and 198 of the Companies Act, 2013.

Wherein any financial year during his directorship, the Company has no profits or its profits are inadequate, the Company may pay the said payment to Mr. Jawahar Lal Oswal, w.e.f. 1st April, 2026 as the minimum amount till 30th September, 2027 or such other period as may be statutorily permitted subject to requisite approvals, if any.

Further, pursuant to Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members of the Company, is also being sought for above payment to Mr. Jawahar Lal Oswal, Non-Executive Director/Chairman of the Company, in the eventuality of it exceeding fifty percent of the total annual remuneration payable to all Non-Executive Directors, for the financial year 2026-27.

Mr. Jawahar Lal Oswal may be deemed to be concerned or interested in the aforesaid resolution. Further, Mr. Dinesh Oswal (DIN: 00607290), Managing Director and Mr. Kamal Oswal (DIN: 0493213), Non-Executive Director, being relatives of Mr. Jawahar Lal Oswal may be deemed to be concerned or interested in the proposed resolution. The other relatives of Mr. Jawahar Lal Oswal may deemed to be interested in the resolution, to the extent of their shareholding interest, if any, in the Company. None of the other Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the above said resolution.

The Board recommends the special resolution set out at Item no. 8 of the accompanying Notice for your approval.

ITEM NO. 9

Pursuant to the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Yash Paul Sachdeva (DIN: 02012337) was appointed as Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto 23rd August, 2027. Thus his period of office will be expiring on 23rd August, 2027.

Based on the recommendation of the Nomination and Remuneration Committee after verifying the profile and suitability of Dr. Yash Paul Sachdeva and on the basis of report of performance evaluation, the Board in its Meeting held on 5th August,2026 has proposed the re-appointment of Dr. Yash Paul Sachdeva as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from August 24, 2027 upto August 23, 2032.

Dr. Yash Paul Sachdeva is 64 years of age. He is MBA with specialization in Financial Management and Ph.D. (Capital Markets and Investment Management). He is an eminent educationist and Corporate Advisor. His areas of specialization are Accounting and Financial Management, Security Analysis and Portfolio Management, and Management Control Systems. He has more than 30 years of experience in the field of Business Management and Administration. He retired as Professor in the Business Administration Department of Punjab Agriculture University, Ludhiana.

The role of Independent Director requires various skills and capabilities viz; Leadership skills, Managerial and entrepreneurial skills, understanding of relevant laws, rules, regulations and policies, financial knowledge, policy shaping, corporate governance etc. Accordingly, the performance evaluation of Dr. Yash Paul Sachdeva was conducted on parameters such as his education, knowledge, experience, expertise, skills, behavior, leadership qualities, level of engagement and contribution, including attendance at Board and Committee Meetings, independence of judgment, decision making ability for safeguarding the interest of the Company and its stakeholders etc.

The Nomination and Remuneration Committee and the Board reviewed and confirmed that Dr. Yash Paul Sachdeva is independent of the Management and possesses appropriate skills, experience and knowledge as required to be an Independent Director of the Company. He is a fit and proper person to be appointed as a Director of the Company and he is not debarred from holding the office of director by virtue of any order by the Securities and Exchange Board of India or any other authority. He is not disqualified for continuing as a Director in terms of Section 164 of the Companies Act, 2013. It will be in the interest of the Company to re-appoint him as an Independent Director for a second term of five years.

Having regard to his vast knowledge and expertise, the Board is of the opinion that his continued association would be of immense beneficial to the Company and it is desirable to re-appoint him as an Independent Director for a second term of five years.

The Company has received from Dr. Yash Paul Sachdeva (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

In the opinion of the Board, Dr. Yash Paul Sachdeva fulfills the conditions for his re-appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is independent of the Management and possesses appropriate skills, experience and knowledge. Copy of the draft letter for his appointment as an Independent Director is available for inspection without any fee by the members at the Registered Office of the Company during the normal business hours on any working day and is also available on Company's website www.owmnahar.com.

Dr. Yash Paul Sachdeva does not hold by himself or for any other person on a beneficial basis, any shares in the Company.

None of the Directors except Dr. Yash Paul Sachdeva, Key Managerial Personnel or their relatives, in any way, may be deemed to be concerned or interested, financially or otherwise, in the above said Resolution.

The Board recommend the Special Resolution set out at Item No. 9 of the Notice for your approval.

Brief profile of the Dr. Yash Paul Sachdeva, nature of his expertise in specific functional area and names of the Companies in which he holds the directorships/ memberships/ chairmanships of Board Committees, shareholding and relationship between Directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided at the end of this Notice.

ITEM NO. 10

Pursuant to the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Dr. Anchal Kumar Jain (DIN: 09546925) was appointed as Independent Director of the Company to hold office for 5 (five) consecutive years for a term upto 23rd August, 2027. Thus his period of office will be expiring on August 23, 2027.

Based on the recommendation of the Nomination and Remuneration Committee after verifying the profile and suitability of Dr. Anchal Kumar Jain and on the basis of report of performance evaluation, the Board in its Meeting held on 5th August, 2026 has proposed the re-appointment of Dr. Anchal Kumar Jain as an Independent Director of the Company for a second term of 5 (five) consecutive years commencing from August 24, 2027 upto August 23, 2032.

Dr. Anchal Kumar Jain is 66 years of age and he has done B.Tech, M.Tech & P.h.D. and having more than 40 years' experience in Teaching. Presently he is working as Professor at Lovely Professional University, Phagwara (Punjab). He retired as Professor and Head (Soil and Water Engineering) from Punjab Agricultural University, Ludhiana. He was awarded from the 'Noble Citizen Award' in 2020. He was awarded 'Team Award' and 'Commendation Medal' from Indian Society of Agricultural Engineers for outstanding Contributions to research in soil and water engineering. Besides this, he was also honored with 'Shiksha Rattan Puraskar' in 2010 by India International Friendship Society.

The role of Independent Director requires various skills and capabilities viz; Leadership skills, Managerial and entrepreneurial skills, understanding of relevant laws, rules, regulations and policies, policy shaping, corporate governance etc. Accordingly, the performance evaluation of Dr. Anchal Kumar Jain was conducted on parameters such as his education, knowledge, experience, expertise, skills, behavior, leadership qualities, level of engagement and contribution, including attendance at Board and Committee Meetings, independence of judgment, decision making ability for safeguarding the interest of the Company and its stakeholders etc.

The Nomination and Remuneration Committee and the Board reviewed and confirmed that Dr. Anchal Kumar Jain is independent of the Management and possesses appropriate skills, experience and knowledge as required to be an Independent Director of the Company. He is a fit and proper person to be appointed as a Director of the Company and he is not debarred from holding the office of director by virtue of any order by the Securities and Exchange Board of India or any other authority. It will be in the interest of the Company to re-appoint him as an Independent Director for a second term of five years.

Having regard to his vast knowledge and expertise, the Board is of the opinion that his continued association would be of immense beneficial to the Company and it is desirable to re-appoint him as an Independent Director for a second term of five years.

The Company has received from Dr. Anchal Kumar Jain (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

In the opinion of the Board, Dr. Anchal Kumar Jain fulfills the conditions for his appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He is independent of the Management and possesses appropriate skills, experience and knowledge. Copy of the draft letter for his appointment as an Independent Director is available for inspection without any fee by the members at the Registered Office of the Company during the normal business hours on any working day and is also available on Company's website www.owmnahar.com.

Dr. Anchal Kumar Jain does not hold by himself or for any other person on a beneficial basis, any shares in the Company.

None of the Directors except Dr. Anchal Kumar Jain, Key Managerial Personnel or their relatives, in any way, may be deemed to be concerned or interested, financially or otherwise, in the above said Resolution.

The Board recommend the Special Resolution set out at Item No. 10 of the Notice for your approval.

Brief profile of the Dr. Anchal Kumar Jain, nature of his expertise in specific functional area and names of the Companies in which he holds the directorships/ memberships/ chairmanships of Board Committees, shareholding and relationship between Directors inter-se as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are provided at the end of this Notice.

ITEM NO. 11

The Company is presently engaged in the business of manufacturing and exporting of cotton and blended yarns, knitted hosiery garments and value-added textile products. In line with the Company's long-term growth strategy and with a view to exploring new business opportunities in the renewable energy sector, the Board considers it desirable to expand the scope of the Company's business activities by venturing into the field of solar energy generation, development, operation and maintenance of solar power projects, consultancy services and allied activities.

The renewable energy sector, particularly solar energy, has witnessed significant growth in recent years and offers substantial business opportunities. The proposed addition of new objects will enable the Company to undertake activities relating to generation, transmission, distribution, supply, trading, marketing and sale of solar energy, development and operation of solar power plants, and provision of consultancy, advisory and research services in the field of solar energy and allied areas.

The existing Main Objects Clause of the Memorandum of Association does not specifically cover the aforesaid activities. Accordingly, the Board of Directors in their meeting held on 5th August, 2026 approved and proposed to amend Clause III(A) of the Memorandum of Association of the Company by inserting Sub-clauses 8, 9 and 10 after existing Sub-clause 7, as set out in the Special Resolution forming part of the Notice.

Pursuant to Section 13 of the Companies Act, 2013, alteration of the Object Clause of the Memorandum of Association requires approval of the Members by way of a Special Resolution.

A copy of the existing Memorandum of Association together with the proposed amendments shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting and shall also be available for inspection during the meeting.

The Board of Directors are of the opinion that the proposed amendment is in the best interests of the Company and its Members and recommends the Special Resolution set out at Item No. 11 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution except to the extent of their shareholding, if any, in the Company.

Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Director seeking appointment/re-appointment:

As required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of Directors who are proposed to be appointed/re-appointed are given below:

1. Name	**Mr. Jawahar Lal Oswal (DIN : 00463866)**
Age	82 Years
Qualification	Graduate
Expertise	Having more than 62 years of experience in Corporate Finance and Taxation

Directorship of Board in other Company as on 31st March 2026 :

Sr. No.	NAME OF THE COMPANY	STATUS
1	Nahar Industrial Enterprises Limited	Director
2	Nahar Poly Films Limited	Director
3	Nahar Capital And Financial Services Limited	Director
4	Monte Carlo Fashions Limited	Managing Director
5	Oswal Woollen Mills Limited	Managing Director
6	Palam Motels Limited	Director
7	MCFL Ventures Limited	Director
8	Sankheshwar Holding Company Limited	Director
9	Nagdevi Trading and Investment Company Limited	Director
10	Abhilash Growth Fund Private Limited	Director

Chairmanship of Board Committees in other Company as on 31st March 2026:

Sr. No.	NAME OF THE COMPANY	COMMITTEE
1	Monte Carlo Fashions Ltd.	Corporate Social Responsibility Committee Share Transfer Committee
2	Oswal Woollen Mills Limited	Corporate Social Responsibility Committee Shareholder Committee
3	Abhilash Growth Fund Private Limited	Corporate Social Responsibility Committee
4	Nagdevi Trading and Investment Company Limited	Corporate Social Responsibility Committee

Membership of Board Committees in other Company as on 31st March 2026: Nil

Listed entities from which the Director has resigned in the past three years: Nil

No. of Board Meetings attended during the year: 3

Shareholding in the Company: 90374 Equity Shares of Rs. 5/- each

Disclosure of relationship between Directors inter-se: Mr. Jawahar Lal Oswal is the father of Mr. Kamal Oswal and Mr. Dinesh Oswal. Mr. Kamal Oswal and Mr. Dinesh Oswal are brothers.

Terms and Conditions of appointment/Re-appointment: Re-appointment as a Non-Executive Director liable to retire by rotation

Remuneration drawn for FY 2025-26: Rs.98915180 (including sitting fees)

Details of Remuneration sought to be paid: He shall be paid remuneration as proposed in the resolution set out at Item no. 8 of the accompanying Notice of the Annual General Meeting

2. Name	Mr. Satish Kumar Sharma (DIN : 00402712)
Age	74 Years
Qualification	MBA
Expertise	Having more than 52 years of experience in Corporate Affairs and Marketing

Directorship of Board in other Company as on 31st March 2026 :-

Sr. No.	NAME OF THE COMPANY	STATUS
1	Nahar Poly Films Limited	Executive Director
2	Nahar Capital And Financial Services Limited	Director

Chairmanship of Board Committees in other Company as on 31st March 2026: Nil

Membership of Board Committees in other Company as on 31st March 2026:

Sr. No.	NAME OF THE COMPANY	COMMITTEE
1	Nahar Capital And Financial Services Limited	Stakeholder's Relationship Committee Audit Committee

Listed entities from which the Director has resigned in the past three years: Nil

No. of Board Meetings attended during the year: 4

Shareholding in the Company: 16987 Equity Shares of Rs.5/- each

Disclosure of relationship between Directors inter-se: Nil

Terms and Conditions of appointment/Re-appointment: Re-appointment and continuation as a Non-Executive Director liable to retire by rotation

Remuneration drawn for FY 2025-26: Sitting fees of Rs.40000

Details of Remuneration sought to be paid: He shall be paid a fee for attending meeting of the Board.

3. Name	Dr. Yash Paul Sachdeva (DIN: 02012337)
Age	64 Years
Qualification	MBA, Ph.D (Business Administration)
Expertise	Having more than 30 years of experience in the field of Business Management and administration.

Directorship of Board in other Company as on 31st March 2026 :-

Sr. No.	NAME OF THE COMPANY	STATUS
1	Nahar Industrial Enterprises Limited	Independent Director
2	Nahar Capital And Financial Services Limited	Independent Director
3	Monte Carlo Fashions Limited	Independent Director

Chairmanship of Board Committees in other Company as on 31st March 2026 :-

Sr. No.	NAME OF THE COMPANY	COMMITTEE
1	Nahar Industrial Enterprises Limited	Nomination and remuneration committee
2	Monte Carlo Fashions Limited	Audit Committee
3	Monte Carlo Fashions Limited	Nomination and remuneration committee
4	Nahar Capital And Financial Services Limited	Nomination and remuneration committee

Membership of Board Committees in other Company as on 31st March 2026 :-

Sr. No.	NAME OF THE COMPANY	COMMITTEE
1	Nahar Capital And Financial Services Limited	CSR Committee
2	Monte Carlo Fashions Limited	Risk Management Committee

Listed entities from which the Director has resigned in the past three years: Nil

No. of Board Meetings attended during the year: 4

Shareholding in the Company: Nil

Disclosure of relationship between Directors inter-se: Nil

Terms and Conditions of appointment/Re-appointment: Re-appointment as a Independent Director for second term w.e.f. August 24, 2027

Remuneration drawn for FY 2025-26: Sitting fees of Rs.40000

Details of Remuneration sought to be paid: He shall be paid a fee for attending meeting of the Board.

4. Name	Dr. Anchal Kumar Jain (DIN : 09546925)
Age	67 Years
Qualification	B.Tech, M.Tech & Ph.D
Expertise	Having more than 41 years experience in Teaching and Administration.

Directorship of Board in other Company as on 31st March 2026 :-

Sr. No.	NAME OF THE COMPANY	STATUS
1	Nahar Industrial Enterprises Limited	Independent Director
2	Nahar Poly Films Limited	Independent Director
3	Monte Carlo Fashions Limited	Independent Director

Chairmanship of Board Committees in other Company as on 31st March 2026 :- Nil

Membership of Board Committees in other Company as on 31st March 2026 :-

Sr. No.	NAME OF THE COMPANY	COMMITTEE
1	Nahar Poly Films Limited	Risk Management Committee
2	Nahar Industrial Enterprises Limited	Stakeholder's Relationship Committee
3	Nahar Industrial Enterprises Limited	Nomination and remuneration committee
4	Nahar Industrial Enterprises Limited	CSR Committee
5	Monte Carlo Fashions Limited	Audit Committee

Listed entities from which the Director has resigned in the past three years: Nil

No. of Board Meetings attended during the year: 3

Shareholding in the Company: Nil

Disclosure of relationship between Directors inter-se: Nil

Terms and Conditions of appointment/Re-appointment: Re-appointment as a Independent Director for second term w.e.f. August 24, 2027

Remuneration drawn for FY 2025-26: Sitting fees of Rs.30000

Details of Remuneration sought to be paid: He shall be paid a fee for attending meeting of the Board.

By Order of the Board
For Nahar Spinning Mills Limited

Dated: 5th August, 2026
Registered Office:
373, Industrial Area-A,
Ludhiana -141003 (India)
CIN: L17115PB1980PLC004341
E-mail: secnsm@owmnahar.com

Brij Sharma
(Company Secretary)
Mem. No. FCS 2458