



ABHISHEK INTEGRATIONS LIMITED

CIN: L74999GJ2017PLC099749

Registered Office: 801, Venus Benecia, Pakvan Dining Lane Opp. Rajpath Club, S G Highway,  
Bodakdev Ahmedabad – 380053, Gujarat, India

Tel No. 07946048231 Email: abhishekintegrationslimited@gmail.com

Website: www.abhishekintegrations.com

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### NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that 8<sup>TH</sup> Annual General Meeting of the Members of M/s. Abhishek Integrations Limited (CIN: L74999GJ2017PLC099749) will be held on Friday, 26<sup>th</sup> day of September, 2025 at 11.00 a.m. at the Hotel Kells, New York Tower A, Sarkhej – Gandhinagar Hwy, Patel Society, AEC Char Rasta, Thaltej, Ahmedabad- 380054, Gujarat, India, to transact the following businesses:

#### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2025 together with the Report of Board of Directors' and the Auditors' Report thereon.
2. To appoint a Director in place of Mr. Sanjay Narbada Dubey (DIN 02218614), who retires by rotation and being eligible offers himself for re-appointment.

#### SPECIAL BUSINESS:

3. APPROVAL FOR ACCEPTANCE OF LOAN WITH AN OPTION TO CONVERT INTO EQUITY SHARES:

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

“RESOLVED THAT pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under and in accordance with the Memorandum and Articles of Association of the Company and applicable regulations and subject to all such approval(s), consent(s), permission(s), sanction(s), if any, of appropriate statutory, governmental and other authorities and departments in this regard and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), consent(s), permission(s) or sanction(s), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including powers conferred by this resolution), to accept loan(s) from Directors, Financial Institutes or any body corporate entity(ies) (hereinafter collectively referred to as the “Lenders”), on such terms and conditions as may be mutually agreed, and that the said loan(s) or any part thereof may be converted into fully paid-up equity shares of the Company at a later date, at the option of the Lenders, in one or more tranches, subject to the following terms and conditions:

- i. the conversion right reserved as aforesaid may be exercised by the Lenders on one or more occasions during the currency of the Loan;
- ii. on receipt of the Notice of Conversion, the Company shall, subject to the provisions of the loan documents, allot and issue the requisite number of fully paid-up equity

- shares to the Lenders and the Lenders may accept the same in satisfaction of the part of the loans so converted;
- iii. the part of the loan so converted shall cease to carry interest as from the date of conversion and the loan shall stand correspondingly reduced. The equity shares so allotted and issued to the Lenders shall carry, from the date of conversion, the right to receive proportionately the dividends and other distributions declared or to be declared in respect of the equity capital of the Company. Save as aforesaid, the said shares shall rank *pari passu* with the existing equity shares of the Company in all respects.
  - iv. In the event that the Lenders exercise the conversion right as aforesaid, the Company shall at its cost get the equity shares, issued to the Lenders or such other person identified by the Lenders as a result of the conversion, and list the shares in the Stock exchanges where Company's shares are presently listed and for the said purpose the Company shall take all such steps as may be necessary to ensure that the equity shares are listed in the Stock Exchanges.
  - v. The loans shall be converted into equity shares at a price to be determined in accordance with the applicable Securities and Exchange Board of India Regulations at the time of such conversion.

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalise the terms and conditions for raising the Loan(s), from time to time, with an option to convert the Loan(s) into equity shares of the Company any time during the currency of the Loan, on the terms specified in the Loan documents.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, offer and allot from time to time to the Lenders such number of equity shares for conversion of the outstanding portion of the loans as may be desired by the Lenders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lenders arising from or incidental to the aforesaid terms providing for such option and to do all such acts and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board, be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable as may be required to create, offer, issue and allot the aforesaid shares, to dematerialize the shares of the Company and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection with or incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval there to expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby also authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution."

4. Re-appointment of Mr. Sanjay Narbada Dubey (DIN: 02218614), Chairman and Managing Director of Company and Payment of Remuneration to him.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (“the Act”), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and Board of Directors, the approval of the members be and is hereby accorded for re-appointment of Mr. Sanjay Narbada Dubey (DIN: 02218614), Chairman and Managing Director of the Company, for a period of 3 (three) years with effect from February 01, 2026, liable to retire by rotation, on such terms and conditions including salary, perquisites and commission specified in (hereinafter referred to as “remuneration”) as set out hereunder, with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company.

The details of remuneration payable to Mr. Sanjay Narbada Dubey, and the terms and conditions of the appointment are given below

Period:

For a period of 3 years from February 01, 2026 to January 31, 2029.

Remuneration:

For a period of 3 years, upto Rs. 60.00/- lakhs per annum and the board shall be entrusted to revise either by enhancement or reduction in the said remuneration from time to time as board deem fit in line with the provisions of Schedule V of the Act provided that the total remuneration to be paid shall not exceed Rs. 60.00/- lakhs (Indian Rupees Sixty lakhs only) per annum during the period of 3 years of continuation of his appointment.

Perquisites and Allowances :

- a) Rent Free Accommodation: Company Leased Housing Accommodation or House Rent Allowance as per the rules of the Company.
- b) Gratuity: Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.
- c) Provident Fund/Pension: Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission
- d) Leave Travel Concession: For self and family every year incurred in accordance with the rules of the Company.
- e) Medical Reimbursement, Medical Insurance and Personal Accident Insurance, as per rules of the Company.
- f) Other perquisites, allowances, benefits and amenities as per the service rules of the Company, as applicable from time to time.

**Commission:**

Mr. Sanjay Narbada Dubey shall also be paid commission, in addition to salary, perquisites, allowances and others, calculated with reference to net profits of the Company in a particular financial year, as may be determined by the Board of Directors of the Company at the end of each financial year or a part of the year, subject to overall ceilings stipulated in Section 197 of the Companies Act, 2013.

**Overall remuneration:**

The aggregate of salary, allowances, perquisites and performance bonus in any one financial year shall not exceed the limits prescribed under Section 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act or any modifications or re-enactment for the time being in force

**Minimum remuneration:**

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Chairman & Managing Director, the Salary, Perquisites and any other allowances along with Provident Fund, Gratuity and Leave Encashment as detailed in the above resolutions shall continue to be paid to Mr. Sanjay Narbada Dubey as minimum remuneration.

RESOLVED FURTHER THAT the Board shall have the discretion and authority to modify the aforesaid terms and remuneration within, however, the limit as approved by the members."

5. Re-appointment of Mrs. Jyoti Sanjay Dubey (DIN: 07177326), Whole-time Director of Company and Payment of Remuneration to her.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("the Act"), and Schedule V to the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), on recommendation of Nomination and Remuneration Committee and Board of Directors, the approval of the members be and is hereby accorded for re-appointment of Mrs. Jyoti Sanjay Dubey (DIN: 07177326), Whole-time Director of the Company, for a period of 3 (three) years with effect from February 01, 2026, liable to retire by rotation, on such terms and conditions including salary, perquisites and commission specified in (hereinafter referred to as "remuneration") as set out hereunder, with the power to the board to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company.

The details of remuneration payable to Mrs. Jyoti Sanjay Dubey, and the terms and conditions of the appointment are given below:

**Period:**

For a period of 3 years from February 01, 2026 to January 31, 2029.

**Remuneration:**

For a period of 3 years, upto Rs. 48.00/- lakhs per annum and the board shall be entrusted to revise either by enhancement or reduction in the said remuneration from time to time as

board deem fit in line with the provisions of Schedule V of the Act provided that the total remuneration to be paid shall not exceed Rs. 48.00/- lakhs (Indian Rupees Forty Eight lakhs only) per annum during the period of 3 years of continuation of his appointment.

**Perquisites and Allowances:**

- a) Rent Free Accommodation: Company Leased Housing Accommodation or House Rent Allowance as per the rules of the Company.
- b) Gratuity: Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.
- c) Provident Fund/Pension: Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission
- d) Leave Travel Concession: For self and family every year incurred in accordance with the rules of the Company.
- e) Medical Reimbursement, Medical Insurance and Personal Accident Insurance, as per rules of the Company.
- f) Other perquisites, allowances, benefits and amenities as per the service rules of the Company, as applicable from time to time.

**Commission:**

Mrs. Jyoti Sanjay Dubey shall also be paid commission, in addition to salary, perquisites, allowances and others, calculated with reference to net profits of the Company in a particular financial year, as may be determined by the Board of Directors of the Company at the end of each financial year or a part of the year, subject to overall ceilings stipulated in Section 197 of the Companies Act, 2013.

**Overall remuneration:**

The aggregate of salary, allowances, perquisites and performance bonus in any one financial year shall not exceed the limits prescribed under Section 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act or any modifications or re-enactment for the time being in force

**Minimum remuneration:**

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of service of the Whole-time Director, the Salary, Perquisites and any other allowances along with Provident Fund, Gratuity and Leave Encashment as detailed in the above resolutions shall continue to be paid to Mrs. Jyoti Sanjay Dubey as minimum remuneration.

**RESOLVED FURTHER THAT** the Board shall have the discretion and authority to modify the aforesaid terms and remuneration within, however, the limit as approved by the members."

Registered Office:  
801, Venus Benecia,  
Pakvan Dining Lane  
Opp. Rajpath Club, S G Highway, Bodakdev,  
Ahmedabad – 380053.

By Order of the Board of Directors  
FOR ABHISHEK INTEGRATIONS LIMITED

Date: 02/09/2025  
Place: Ahmedabad

Sd/-  
Sanjay Narbada Dubey  
Chairman & Managing Director  
(DIN: 02218614)

#### NOTES TO SHAREHOLDERS FOR AGM:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the special businesses of the Notice, is annexed hereto.
2. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company.

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company, provided that not less than three days of notice in writing is given to the Company.

3. Members/Proxies should bring their Attendance slip duly signed and completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.
6. The Register of Members and Share Transfer Books of the Company will not be closed and the Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, September 19, 2025, will be entitled to vote at the AGM.
7. The route map showing directions to reach the venue of the AGM is provided at the end of this Notice.
8. The Notice of the AGM is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. Members may note that this Notice will also be available on the Company's website viz. [www.abhishekintegrations.com](http://www.abhishekintegrations.com).
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. The relevant details, pursuant to Regulations 36(3) of the Securities and Exchange Board of India (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 Directors seeking appointment/re-appointment at this AGM are also annexed;

11. Members seeking any information with regard to the any information are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.
12. All documents specifically referred to in this Notice are opened for inspection at the registered office of the Company between 02.00 p.m. and 04.00 p.m. on all working days (except Saturdays, Sundays and Holidays) up to the date of AGM.
13. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
14. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
15. 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 the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Accurate Securities & Registry Private Limited ("ASRPL").
16. As per the provisions of Section 72 of the Act, the facility for making nomination/nominations is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the ASRPL. Members holding shares in physical form may submit the same to ASRPL. Members holding shares in electronic form may submit the same to their respective depository participant.
17. As per the provisions of Section 108 of the Act and the Rules framed thereunder, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by National Securities Depository Limited (NSDL), on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below. Resolution(s) passed by Members through remote e-voting and voting at the AGM is/are deemed to have been passed as if they have been passed at the AGM.
18. The remote e-voting period commences on Tuesday, September 23, 2025 (09:00 a.m.) and ends on Thursday, September 25, 2025 (05:00 p.m.). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date being the day of Friday, September 19, 2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
19. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the AGM through poll paper. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 19, 2025.
20. The facility for voting through polling paper shall be made available at the AGM and the Members attending the AGM and holding shares either in physical form or in dematerialized form, as on the

cut-off date being the day of Friday, September 19, 2025 and who have not already cast their vote by remote e-voting, shall be able to exercise their right to vote at the AGM.

21. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
22. The Board of Directors has appointed Mr. Hardikkumar Dhirubhai Jetani, Practicing Company Secretary (Membership No. FCS 13678, COP 22171) as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM and in a fair and transparent manner.
23. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
24. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
25. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.abhishekintegrations.com](http://www.abhishekintegrations.com) 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 National Stock Exchange of India Limited, Mumbai.
26. Procedure and instructions of remote e-voting are detailed below

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.	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> 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 options available against company name or e-Voting service provider -</li> </ol>



	<p>NSDL and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <ol style="list-style-type: none"> <li>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held 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 options available against company name or e-Voting service provider - 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 &amp; voting during the meeting.</li> <li>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience</li> </ol> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p><b>App Store</b></p>  </div> <div style="text-align: center;">  <p><b>Google Play</b></p>  </div> </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> </ol>

	<p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.</p>
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. Once 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 options available against company name or e-Voting service provider-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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices

after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle 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.
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 [hardikjetaniandassociates@gmail.com](mailto:hardikjetaniandassociates@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Sachin Kareliya at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

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 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.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL 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 [abhishekintegrationslimited@gmail.com](mailto:abhishekintegrationslimited@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 [abhishekintegrationslimited@gmail.com](mailto:abhishekintegrationslimited@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 for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) 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.

**EXPLANATORY STATEMENT**  
**[PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013]**

**Item No. 03**

Considering the existing business operations and future expansion plans and in order to meet the financial requirements of the Company, the Board of Directors at its meeting held on August 29, 2025 decided to avail loans from the Directors, Financial Institutions and any body corporates entity(ies) (hereinafter collectively referred to as the "Lenders"), on such terms and conditions as may be mutually agreed and that the said loan(s) or any part thereof may be converted into fully paid-up equity shares of the Company at a later date, at the option of the Lenders, in one or more tranches.

Section 62(3) of the Companies Act, 2013, provides that nothing in Section 62 shall apply to the increase of the subscribed capital of a Company caused by the exercise of an option as a term attached to the debentures issued or loan raised by the company to convert such debentures or loans into shares in the Company; provided that the terms of issue of such debentures or loan containing such an option have been approved before the issue of such debentures or the raising of loan by a special resolution passed by the company in General Meeting.

Accordingly, the Board recommends the resolution as set forth in the item no. 3 of the Notice, to enable the Lenders, in terms of the lending arrangements, to be entered, at their option, to convert the whole or part of their respective loans into equity shares of the Company, upon such terms and conditions as may be deemed appropriate by the Board and at a price to be determined in accordance with the applicable provisions of the Securities and Exchange Board of India Regulations at the time of such conversion.

The Company hereby clarifies that this resolution is merely an enabling resolution and there are no proposals of conversion of loan into Equity, either pending or envisaged currently.

None of the Directors and Key Managerial Personnel of the Company and their relatives may be deemed to be interested/concerned in this resolution, except to their respective shareholdings in the Company, if any.

**Item No. 04 & 05**

The Members of the Company at the Extra-Ordinary General Meeting held on 10th February, 2021, passed special resolution and approved the appointment of Mr. Sanjay Narbada Dubey, Chairman & Managing Director and Mrs. Jyoti Sanjay Dubey, Whole -time Director for a period of 5 (Five) years effective from 1st February, 2021 to 31st January, 2026.

Based on recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, in their Meeting held on September 2, 2025, has proposed re-appointment and payment of Remuneration to Mr. Sanjay Narbada Dubey, Chairman & Managing Director and Mrs. Jyoti Sanjay Dubey, Whole-time Director, for further period of 3 (three) years with effect from February 01, 2025.

The information pursuant to Schedule V of the Act, as amended, are given in Annexure-I forming part of this Notice.

Details as required under Revised Secretarial Standard on General Meeting (SS-2) with respect to payment of remuneration to such Directors is given in the Annexure-II to this Notice.

The Board of Directors, therefore, recommend the Resolution no 1 and 2 to be passed as a Special Resolutions by the Members.

The Company has not committed any default in payment of dues to any bank or public financial institution or any other secured creditors. The Company has not issued any Non-Convertible Debentures.

Except Mr. Sanjay Narbada Dubey, Mrs. Jyoti Sanjay Dubey, Mr. Narbada Bhujavan Dwivedi and their relatives none of the directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financial or otherwise, in the aforesaid resolutions no 4 and 5 except to the extent of their shareholding, if any, in the Company.

#### ANNEXURE-I

The information pursuant to Schedule V of the Act, as amended, and as required under Revised Secretarial Standard on General Meeting (SS-2)

##### I. General information:

1. Nature of industry: the Company is mainly engaged into development, maintenance and operating of airport, to carry out detailed studies for the airport project inclusive of physical/engineering surveys and investigation, concept planning, detailed master planning, detailed design and engineering and trading of Electrical Goods and Coal Trading activity.
2. Date or expected date of commencement of commercial production: the Company has commenced its business since inception.

##### 3. Financial performance based on given indicators: (Rs. In Lakhs)

Particulars	2022-23	2023-24	2024-25
Revenue from Operation	2255.18	2544.76	2635.83
Less: Expenses	2171.17	2460.63	2518.89
Profit Before Tax	90.87	101.13	133.69
Less:			
- Current Tax	22.22	24.24	26.05
- Deferred Tax	1.41	-0.03	5.07
Profit for the Year	67.25	76.92	102.56

4. Foreign investments or collaborations, if any. : The Company does not have any foreign investments or collaborations.

##### II. Information about the Directors:

Sl. No.	Particulars	Mr. Sanjay Narbada Dubey	Mrs. Jyoti Sanjay Dubey
1	Background details	Mr. Sanjay Narbada Dubey is a Bachelor in Engineering (Electrical) from Government Engineering College, Hemchandracharya, North Gujarat University, Patan. He	Mrs. Jyoti Sanjay Dubey is an Arts Graduate in Psychology from M. B. Patel Rashtrabhasha Vinayan Aur Vanijya Mahavidyalaya College, from Gujarat University, Ahmedabad. She has rich

		has rich and varied experience in electrical and related works especially in International and National Airports throughout India.	experience in Human Resources field. She is very efficient and dedicated towards the work and with the skills of HR, her knowledge would be of immense help to the Company a lot. She is keen in making fast decision and tackling perfectly administrative Department & cordially co-ordinating.
2	Past remuneration	Basic Salary (other than PF, superannuation and Gratuity), including perquisites and allowances, up to Rs. 60 lakhs per annum	Basic Salary (other than PF, superannuation and Gratuity), including perquisites and allowances, up to Rs. 48 lakhs per annum
3	Recognition or awards	No	No
4	Job profile and his Suitability	As specified in the background details point no. 1 above	As specified in the background details point no. 1 above
5	Remuneration proposed	Basic Salary (other than PF, superannuation and Gratuity), including perquisites and allowances, up to Rs. 60 lakhs per annum	Basic Salary (other than PF, superannuation and Gratuity), including perquisites and allowances, up to Rs. 48 lakhs per annum
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)	The remuneration proposed, is reasonably in line with the remuneration in similar sized companies in the same segment of business.	The remuneration proposed, is reasonably in line with the remuneration in similar sized companies in the same segment of business.
7	Pecuniary relationship directly or indirectly with the Company	Mr. Sanjay Narbada Dubey is a promoter of the Company and holds equity shares of the Company. He is also receiving remuneration as a Chairman and Managing Director of the Company.	Mrs. Jyoti Sanjay Dubey holds equity shares of the Company. She is also receiving remuneration as a Whole-time Director of the Company.
8	Relationship with other Directors & KMP	Mrs. Jyoti Sanjay Dubey, Whole-time Director – Spouse  Mr. Narbada Bhujavan Dwivedi, Non-Executive Non-Independent Director – Father	Mr. Sanjay Narbada Dubey – Chairman and Managing Director – Spouse



### III. Other information:

#### 1. Reasons of loss or inadequate profits:

Revenue of the Company is growing every year accordingly, the Company continues to earn profit each year.

#### 2. Steps taken or proposed to be taken for improvement:

The Company has taken necessary steps to increase the sales and profitability of the Company.

#### 3. Expected increase in productivity and profits in measurable terms:

The Company has drawn up an Annual Business Plan which it will endeavor to achieve.

### ANNEXURE-II

Details of Director seeking appointment / re-appointment/ fixation of remuneration at the 8<sup>th</sup> Annual General Meeting [Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & SS-2]

Name of the Director/ Statutory Auditor	MR. SANJAY NARBADA DUBEY	MRS. JYOTI SANJAY DUBEY
DIN / Registration No.	02218614	07177326
Age	49 years	49 years
Date of Birth	15/07/1976	25/05/1976
Nationality	Indian	Indian
Qualifications	Bachelor in Engineering (Electrical)	Bachelor of Arts from Gujarat University
Experience including expertise in specific functional areas / Brief Resume	<p>Mr. Sanjay Narbada Dubey is the Chairman and Managing Director of the Company. He holds a Bachelor in Engineering (Electrical) from Government Engineering College, Hemchandracharya, North Gujarat University, Patan. Mr. Sanjay Dubey has been one of the strongest pillars in the company's growth and development, His aim and vision is to take the company to new heights and become one of the leading diversified companies, with his prompt decisions and dedication the company has shown a remarkable growth in the sales.</p> <p>With his 20+ years of experience and support of 650+ dedicated employees Mr. Sanjay Dubey is focused to lead the company to expand itself in the field of trading and service providing and diversify in the coming time.</p>	<p>Mrs. Jyoti Sanjay Dubey, aged 49 years is a Whole Time Director of the Company. She holds an Arts Graduate in Psychology from Gujarat University. She is having experience of around 6 years in Human Resources field. She is very efficient and dedicated towards the work and with the skills of HR, her knowledge would be of immense help to the Company a lot. She is keen in making fast decision and tackling perfectly Human Resources and administrative Department &amp; cordially co-ordinating.</p>
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	There is no change or Modifications in the Terms and Conditions already approved by the Board and Shareholders	There is no change or Modifications in the Terms and Conditions already approved by the Board and Shareholders
Remuneration paid in FY 2024-25	Rs. 16 lakhs	Rs. 15 lakhs

Date of first appointment on the Board	10/11/2017	10/11/2017
Shareholding in the company	58.23%	3.67%
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Mr. Sanjay Narbada Dubey is son of Mr. Narbada Bhujwan Dwivedi, Non-Executive Director of the Company and spouse of Mrs. Jyoti Sanjay Dubey, Whole-time Director of the Company.	Mrs. Jyoti Sanjay Dubey is spouse of Mr. Sanjay Narbada Dubey.
Number of Meetings of the Board attended during the year.	8 (Eight)	8 (Eight)
Justification for re-appointment as Independent Directors	NA	NA
Other Directorships, Membership/ Chairmanship of Committees of other Boards*	Membership – 2 Committees	Membership – 1 Committee

\*Directorships include directorships of other Indian Public Companies and Committee memberships include only Audit Committee and Stakeholders' Relationship Committee (whether listed or not)

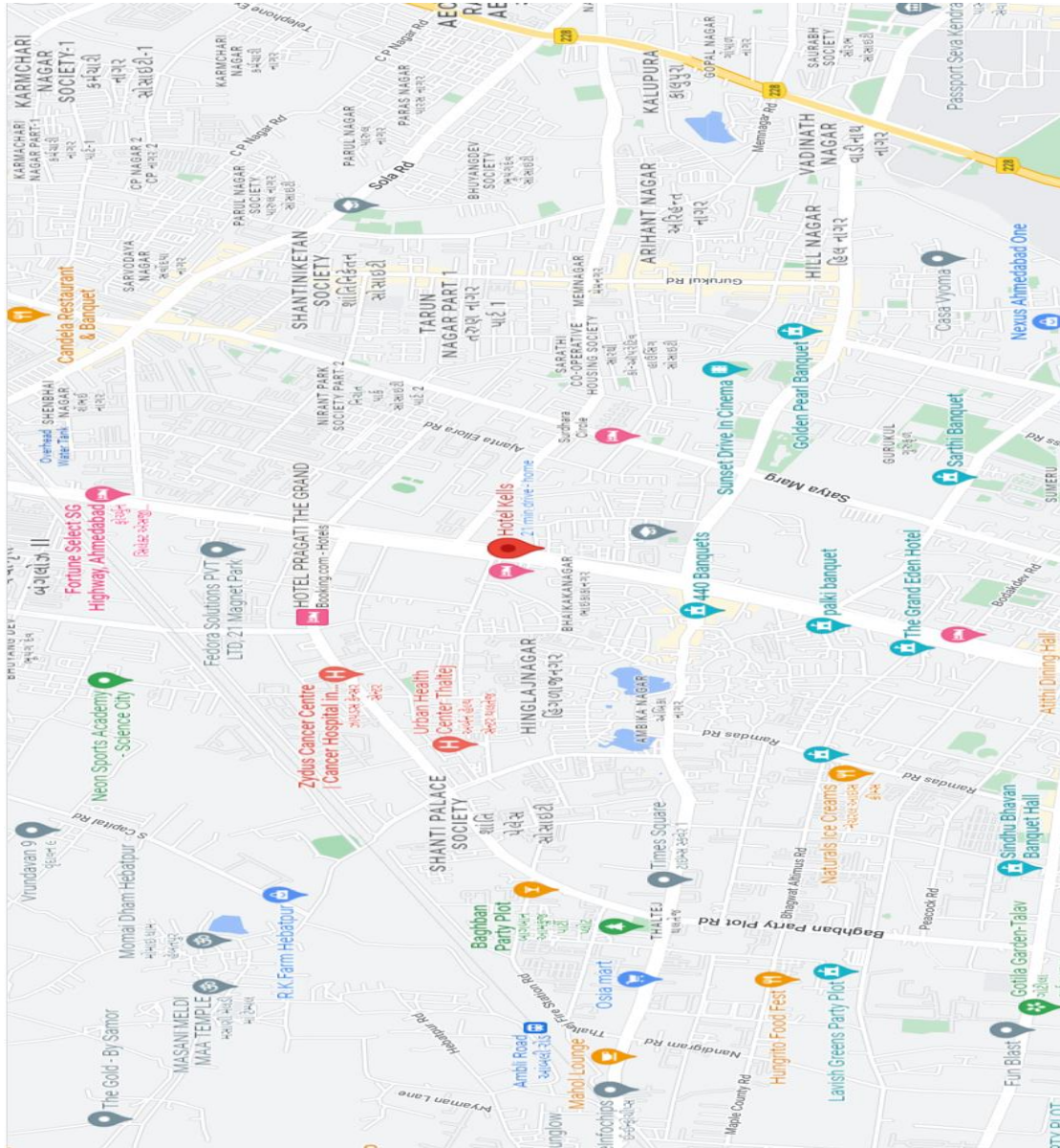
Registered Office:  
801, Venus Benecia,  
Pakvan Dining Lane  
Opp. Rajpath Club, S G Highway, Bodakdev,  
Ahmedabad – 380053.

By Order of the Board of Directors  
FOR ABHISHEK INTEGRATIONS LIMITED

Date: 01/09/2025  
Place: Ahmedabad

Sd/-  
Sanjay Narbada Dubey  
Chairman & Managing Director  
(DIN: 02218614)

## ROUTE MAP TO THE VENUE OF 8<sup>TH</sup> ANNUAL GENERAL MEETING



Day and Date: Friday, 26<sup>th</sup> day of September, 2025

Time: 11.00 A.M.

Venue: at the Hotel Kells, New York Tower A, Sarkhej - Gandhinagar Hwy, Patel Society, AEC Char Rasta, Thaltej, Ahmedabad- 380054, Gujarat, India

# ATTENDANCE SLIP

Regd. Folio No./DP Id No.*/Client Id No.*	
No. of Shares held	
Name and Address of the First Shareholder (IN BLOCK LETTERS) (Applicable for investor holding shares in electronic form.)	
Name of the Joint holder (if any)	

I/we hereby record my/our presence at the 8<sup>th</sup> Annual General Meeting of Abhishek Integrations Limited held on at 11.00 a.m. at the Hotel Kells, New York Tower A, Sarkhej - Gandhinagar Hwy, Patel Society, AEC Char Rasta, Thaltej, Ahmedabad- 380054, Gujarat, India.

Member's/Proxy's Name in Block Letters

Member's/Proxy's Signature

**Notes:** Please fill up this attendance slip and hand it over at the entrance of the venue of meeting. Members are requested to bring their copies of the Annual Report to the AGM.

-----Please tear here-----

## PROXY FORM

(Form No. MGT-11 - Pursuant to section 105(6) of the Companies Act, 2013 Rules made thereunder)

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No/Client Id	

I/We, being the member (s) of.....shares of the Abhishek Integrations Limited, hereby appoint

- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him
- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him
- Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 8th Annual General Meeting of Abhishek Integrations Limited held on Friday, 26th day of September, 2025 at 11.00 a.m. at the Hotel Kells, New York Tower A, Sarkhej - Gandhinagar Hwy, Patel Society, AEC Char Rasta, Thaltej, Ahmedabad- 380054, Gujarat, India and/or any adjournment thereof in respect of such resolutions as are indicated below:

Resolut ion No.	Resolution	Vote (Optional see Note 2) (Please mention no. of shares)		
<i>Ordinary Businesses</i>		For	Against	Abstain
1.	To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2025 together with the Report of Board of Directors' and the Auditors' Report thereon.			
2.	To appoint a Director in place of Mr. Sanjay Narbada Dubey (DIN 02218614), who retires by rotation and being eligible offers himself for re-appointment			
<i>Special Businesses</i>				
3.	Approval for acceptance of loan with an option to convert into equity shares			
4.	Re-appointment of Mr. Sanjay Narbada Dubey (DIN: 02218614), Chairman and Managing Director of Company and Payment of Remuneration to him			
5.	Re-appointment of Mrs. Jyoti Sanjay Dubey (DIN: 07177326), Whole-time Director of Company and Payment of Remuneration to her			

Signed this.....day of.....2025

Signature of shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp of  
not less  
than  
Rs.1/-

Note:

- This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting.
- It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.