

NOTICE

NOTICE is hereby given of the **35th Annual General Meeting** of the members of **MOHIT INDUSTRIES LIMITED** will be held on **Monday, September 29, 2025, at 12:00 PM** through Video Conferencing ("VC"/Other Audio Visual Means ("OAVM") facility deemed to be held at the Registered Office of the Company at Office No. 908, Rajhans Montessa, Dumas Road, Magdalla, Surat – 395007, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the company for the financial year ended March 31, 2025, together with the reports of the board of director's and the Auditor's thereon.
2. To appoint a director in place of Mr. Narayan Saboo, Director (DIN: 00223324), liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

SPECIAL BUSINESS:

3. Ratification of remuneration of the Cost Auditor for the financial year 2025-26:

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

"RESOLVED THAT, pursuant to the provisions of Section 148 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 thereof, for the time being in force), remuneration payable to M/s. Nainesh Kantliwala & Co., Cost Accountants (Registration No. 001303) of Surat appointed by the Board of Directors of the Company as Cost Auditors for conducting the audit of the cost records of the Company, for the financial year 2025-26, at remuneration of Rs. 50,000/- (Rupees Fifty Thousand Only) plus applicable taxes & re-imbursement of out-of-pocket expenses be and is hereby ratified and approved."

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board to avail or obtain from the Cost Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of Directors of the Company.

RESOLVED FURTHER THAT any director or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds and matters including but not limited to preparing and filing of statutory forms, if any, with the concerned Registrar of Companies and such other things as may be necessary or expedient to implement this Resolution."

4. To consider and approve appointment of M/S. Dhirren R. Dave & Co., Company Secretaries, as Secretarial Auditors of the company:

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed thereunder and Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended from time to time (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the recommendation of the Board of Directors of the Company, M/s. Dhirren R. Dave, Company Secretaries, (Peer Review Number 2144/2022) be appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive years, to conduct the Secretarial Audit of five consecutive financial years from 2025-26 to 2029-30 on such remuneration and reimbursement of out of pocket expenses for the purpose of audit as may be approved by the Audit Committee / Board of Directors of the Company.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, at a remuneration to be determined by the Audit committee/Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard."

5. To Consider and approve the Material Related Party Transaction(s) for the financial year 2025-26 with (a) Mr. Narayan Sitaram Saboo (b) Mr. Manish Narayan Saboo and (c) Mr. Mohit Narayan Saboo:

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

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Companies Act 2013 read with rules made thereunder, other applicable laws, if any, (including any statutory modification thereof, for the time being in force), the Corporation's Related Party Transaction Policy and subject to such other laws, rules and regulations as may be applicable in this regard and basis the approval and recommendation of the Audit Committee, the approval of the Members of the Corporation be and is hereby accorded to enter into and / or continue the related party transactions, agreements, and arrangements with (a) Mr. Narayan Sitaram Saboo (b) Mr. Manish Narayan Saboo and (c) Mr. Mohit Narayan Saboo on the terms and up to such value as mentioned in the explanatory statement to this resolution, for the financial year 2025-26.

RESOLVED FURTHER THAT the Board of Directors of the Corporation (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) be and is hereby authorized to do all such acts, deeds and actions as it may, in its absolute discretion, consider necessary, expedient, usual, proper or incidental for giving effect to this Resolution; to finalize the terms and conditions of the transactions, agreements; to delegate all or any of its powers conferred under this resolution to any Director, any officer or employee of the Corporation."

6. To consider and approve re-appointment of Mr. Narayan Sitaram Saboo (DIN:00223324) as Managing Director 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 provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ("Act") and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, the consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Narayan Sitaram Saboo as Managing Director of the Company for a period of 5 years with effect from 1/10/2025, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting with liberty to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary terms and conditions of the said appointment in such manner as may be agreed to between the Board and Mr. Narayan Sitaram Saboo.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining necessary approvals - statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this Resolution."

Place: Surat
Date: August 21, 2025

By order of the Board
For Mohit Industries Limited

Mohit Industries Limited
Registered Office:
Office No. 908, 9th Floor, Rajhans Montessa,
Dumas Road, Magdalla, Choryasi,
Surat-395007, Gujarat.
CIN: L17119GJ1991PLC015074

Sd/-
Narayan Sitaram Saboo
Chairman
DIN: 00223324

Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 which sets out details relating to special business to be transacted at the AGM is annexed hereto as **Annexure I**.
2. Details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and in terms of Secretarial Standard - 2 in respect of the Directors seeking appointment/re-appointment at the 35th AGM are annexed hereto as Annexure-II to the Notice which forms part of the Explanatory Statement. The Company has received relevant disclosure/ consent from the Directors seeking appointment/re-appointment.
3. Since this AGM is being held through VC/OAVM, pursuant to the Circulars, physical attendance of the members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. The Annual Report along with Notice of AGM will be sent to the members, whose names appear in the Register of Members/depositories as at close of business hours on Friday, 29th August, 2025.
5. All documents referred to in the Notice will be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to 15th September, 2025. Members seeking to inspect such documents can send an email to compliancesecretary@mohitindustries.com.
6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 ("Act") and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM.
7. Pursuant to Section 91 of the Act and Regulation 42 of the Listing Regulations, the Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 23-09-2025 to Monday, 29-09-2025 (both days inclusive) for the purpose of 35th AGM of the Company.
8. Cut-off Date: The Company has fixed Monday, 22-09-2025 as the Cut-off Date for remote e-voting. The remote e-voting/ voting rights of the shareholders/beneficial owners shall be reckoned on the equity shares held by them as at close of business hours on the Cut-off Date i.e. Monday, 22-09-2025, only. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.
9. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the Cut-off Date, being Monday, 22-09-2025.
10. The Company has designated the Company Secretary and Compliance Officer of the Company to address the grievances connected with the voting by electronic means. The Members can reach Company official at +91-0261-2463262-63 or compliancesecretary@mohitindustries.com.
11. The Board of Directors has appointed M/s. Dhirren R. Dave & Co. Company Secretaries, Surat, as Scrutinizer to scrutinize the remote e-voting process and voting through electronic voting system at the AGM in a fair and transparent manner.
12. The Scrutinizer shall, after conclusion of voting at the AGM, first download the votes cast at the meeting and thereafter unblock the votes cast through remote and e-voting in the presence of at least 2 (two) witnesses not in the employment of the Company and shall within two working days of conclusion of the AGM, submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any KMPs of the Company who shall countersign the same and declare the results of voting forthwith.
13. In respect of the physical shareholding, in order to prevent fraudulent transactions, members are advised to exercise due diligence and notify the Registrar of any change in their addresses, telephone numbers, e-mail ids, nominees or joint holders, as the case may be. The Securities and Exchange Board of India ('SEBI') has mandated 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 are requested to submit their PAN details to the Registrar.
14. Pursuant to the Listing Regulations, shares of a listed entity can only be transferred in demat form w.e.f. April 1, 2019 except in cases of transmission or transposition. Therefore, shareholders are encouraged in their own interest to

dematerialize their shareholding to avoid hassle in transfer of shares and eliminate risks associated with physical shares. Members can write to the Registrar in this regard.

15. The SEBI vide its circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue the securities in dematerialized form ONLY while processing the following service request:
 1. Issue of duplicate securities certificate;
 2. Claim from Unclaimed Suspense Account;
 3. Renewal / Exchange of securities certificate;
 4. Endorsement; v. Sub-division / Splitting of securities certificate;
 5. Consolidation of securities certificates/folios;
 6. Transmission;
 7. Transposition
16. Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shares of a listed entity can only be transferred in demat form. Therefore, shareholders are encouraged in their own interest to dematerialize their shareholding to avoid hassle in transfer of shares and eliminate risks associated with physical shares. Members can write to the Registrar in this regard.
17. Law provides voting rights to all members proportionate to their holding in the Company. Mohit Industries Limited encourages the members to exercise their voting rights and actively participate in the decision-making process.
18. Members may also note that the In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, Notice of the 35th AGM and the Annual Report 2024-25 will be available on Company's website at www.mohitindustries.com.
19. Attention of Members is invited to the provisions of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 amended from time to time, which inter alia requires Company to transfer the equity shares on which the dividend has not been encashed or unclaimed for a continuous period of seven years or more to designated demat account of Investor Education and Protection Fund Authority ('IEPF Demat Account'). Details of these shares are available in the Company's website and can be viewed at www.mohitindustries.com. The Statement of Unclaimed Dividend amount for 7 consecutive years or more and shares due for transfer to IEPF Demat Account is placed on the website of the Company at www.mohitindustries.com. The said Shares, once transferred to the said demat account of the IEPF Authority can be claimed after following due procedure prescribed under the said IEPF rules.
20. Members Seeking any information relating to the Accounts may write to the company at least 10 days before the date of the Meeting, so as to enable the Company to keep the information ready, at following address: Mohit Industries Limited, Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Surat-395007, Ph: +91-261-2463261/62/63 or contact@mohitindustries.com.

Information and other instructions relating to e-voting are as under:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key

Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.mohitindustries.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 and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

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

The remote e- voting facility will be available during the following voting period:

Commencement of remote e- voting	End of remote e- voting
Friday, September 26, 2025 at 09:00 A.M.	Sunday, September 28, 2025 at 05:00 P.M.

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (**cut-off date**) i.e. **September 22, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **September 22, 2025**.

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.	- For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store   Google Play 
Individual Shareholders holding securities in	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

demat mode with CDSL	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below

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

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

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

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

- a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to drd@drdcs.net with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Pallavi Mhatre (Senior Manager) evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investor_relations@mohitindustries.com. The same will be replied by the company suitably.

By order of the Board
For Mohit Industries Limited

Sd/-
Narayan Sitaram Saboo
Chairman
DIN: 00223324

Place: Surat
Date: August 21, 2025

[ANNEXURE TO NOTICE](#)

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

ITEM NO. 3: Ratification of Remuneration of Cost Auditor for Financial Year 2025-26

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditor to conduct the audit of the cost records of the Company across various segments, for the financial year 2025-26 as per the following details:

Sr. No.	Name of the Cost Auditor	Audit Fees
1	Nainesh Kantliwala & Co.	Rs. 50,000/- plus applicable taxes & reimbursement of out-of-pocket expenses

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

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 for ratification of the remuneration payable to the Cost Auditors for the financial year 2025-26.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in passing of this resolution.

ITEM NO. 4: Appointment of Secretarial Auditors of the Company pursuant to Regulation 24A of Listing Regulations, as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (Amendment), the appointment of Secretarial Auditors:

Based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Dhirren R. Dave, Company Secretaries, (Peer Review Number 2144/2022) as the Secretarial Auditors of the Company for a period of five consecutive financial years from 2025-26 to 2029-30. The appointment is subject to shareholders' approval at the AGM. While recommending their appointment, the Audit Committee and the Board based on past audit experience of the audit firm particularly in auditing large companies, valued various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the various business segments, the clientele it serves, and its technical expertise. M/s. Dhirren R Dave & Co., Practicing Company Secretaries have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment, if made, would be within the prescribed limits under the Act and rules framed thereunder and SEBI Listing Regulations, 2015. Pursuant to the provisions of Regulation 24A(1) (1A) of the SEBI Listing Regulations, 2015, M/s. Dhirren R Dave & Co., Practicing Company Secretaries have confirmed that they are not disqualified to be appointed as Secretarial Auditors of the Company.

Proposed Fees: The proposed fee to the Secretarial Auditors as determined by the Board in consultation with Secretarial Auditors, on recommendation of Audit Committee, from time to time.

Credentials: M/s Dhirren R. Dave & Co. is Surat based firm of Company Secretaries in whole time practice from last 22 years. The Firm provides advisory and consulting services in the areas of Company Law related compliances, Corporate Restructuring, Merger & Amalgamation, Corporate Disputes and NCLT matters, SME listing matters, Capital market advisory and other allied services.

The Firm holds a valid Peer Review Certificate No. P1996GJ002900.

Rationale for recommendation: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act and rules framed thereunder and SEBI Listing Regulations, 2015 with regard to secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

The Board of Directors recommends the said resolution, as set out in item 4 of this Notice for your approval.

None of the Directors or key managerial personnel or their relatives is in any way concerned or interested, financially or otherwise in the said resolution.

ITEM NO. 5: Material Related Party Transaction(s) for the financial year 2025-26 with (a) Mr. Narayan Sitaram Saboo (b) Mr. Manish Narayan Saboo and (c) Mr. Mohit Narayan Saboo:

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations'), as amended, any transactions with a related party shall be considered material, if the transaction(s) entered into/to be entered into individually or taken together with the previous transactions during a financial year exceeds ₹ 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall require prior approval of shareholders. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Further, Regulation 2(1)(zc) of the SEBI Listing Regulations defines a Related Party Transaction ('RPT') to include a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, as well as (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

The listed entity shall provide the Audit Committee with the information as specified in the Industry Standards on "Minimum information to be provided for review of the Audit Committee and members for approval of a related party transaction", while placing any proposal for review and approval of an RPT.

In the above context, Resolution under Item no. 5 is placed for the approval of the Members of the Company. Further, for the purpose of calculating the total amount of proposed RPTs as a percentage of annual consolidated turnover of Mohit Industries Limited of annual consolidated turnover of the company as of the immediately preceding financial year, we have considered FY 2024-25 as the 'preceding financial year'.

The Company has entered into transactions with related party in previous financial year. To ensure smoothen business operations but will also ensure a consistent flow of desired quality and quantity of various facilities for uninterrupted operations and an increase in productivity.

The Company seeks members approval for the following related party transactions:

To enter into transaction related to borrowings from promoters of the Company in the ordinary course of business:

- (a) Mr. Narayan Sitaram Saboo - ₹ 4000 Lakhs
- (b) Mr. Manish Narayan Saboo - ₹ 1500 Lakhs
- (c) Mr. Mohit Narayan Saboo - ₹ 1500 Lakhs

Further, the Management has provided to the Audit Committee and Board of Directors of the Company with the relevant details of the proposed RPTs including rationale, material terms and basis of pricing and information as specified in the Industry Standards on "Minimum information to be provided for review of the Audit Committee and members for approval of a related party transaction".

The Audit Committee and the Board of Directors of the Company has granted approval for entering into a in a financial year subject to the approval of the Shareholders.

The Committee and the Board has noted that the said transactions will be on an arms' length basis and in the ordinary course of business of the Company. The related party transactions as set have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into by the Company during the previous quarter, pursuant to its approvals.

Minimum Information to be provided for review of the Audit Committee and Shareholders for Approval of RPTs required as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/18 dated 14th February, 2025 is enclosed as Annexure III.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve Resolution under Item No. 5.

The Board, therefore, recommends the Ordinary Resolution, as set out in this Item No. 5 in the accompanying notice for your approval.

For Item No. 6: Re-appointment of Mr. Narayan Sitaram Saboo (DIN:00223324) as Managing Director of the Company
At 30th Annual General Meeting of the company, the Members had appointed Mr. Narayan Sitaram Saboo as the Managing Director of the Company for a period with effect from 01/10/2020 and his second term as the Managing Director would be expiring on 30/09/2025. The Board of Directors have appointed Mr. Narayan Saboo as Chief Financial Officer ("CFO") of the Company with effect from November 7, 2024. Concurring with the recommendations of the Nomination and Remuneration Committee, based on his qualifications, experience and contribution, the Board in its meeting held on 21st August 2025, had decided to re-appoint him as Managing Director for a further period for a period of 5 years with effect from 01/10/2025, subject to approval of members at the Annual General Meeting of the Company as per following terms and conditions fixed by the Nomination and Remuneration Committee:

- 1. Remuneration:** Mr. Narayan Sitaram Saboo will not be entitled to any remuneration, however in future if any remuneration is payable to him, it would be as may be decided by the Board in consultation with Mr. Narayan Saboo and subject to shareholders approval required, if any.
- 2. Perquisites:** Mr. Narayan Sitaram Saboo will be entitled to; - allowances like leave travel allowance, personal allowance, special allowance, grade allowance and/or any other allowance; - perquisites such as furnished/unfurnished accommodation to be provided by the Company or house rent allowance in lieu thereof, reimbursement of medical expenses incurred for self and family, club fees, provision of car(s) and any other perquisites, benefits, amenities; - commission/incentive.
- 3.** Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the Company will pay to the Managing Director remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive as limits specified under Companies Act, 2013 and rules made there under or any statutory modifications or re-enactment thereof.
- 4.** Mr. Narayan Sitaram Saboo will undertake such travel in and outside India as may be necessary from time to time in relation to the business of the Company.
- 5.** Mr. Narayan Sitaram Saboo shall perform such duties and responsibilities as may be entrusted to him from time to time subject to the superintendence and control of the Board of Directors of the Company.
- 6.** No sitting fee shall be paid to Mr. Narayan Sitaram Saboo as Managing Director for attending the meetings of the Board of Directors or any Committee/s thereof.
- 7.** Mr. Narayan Sitaram Saboo will be subject to all other service conditions as applicable to any other employee of the Company.

The Board of Directors recommends the resolution set forth at Item No. 06 of this Notice for your approval. Except Mr. Narayan Sitaram Saboo none of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution at Item No. 06 of this Notice.

By order of the Board
For Mohit Industries Limited

Sd/-
Narayan Sitaram Saboo
Chairman
DIN: 00223324

Place: Surat
Date: August 21, 2025

ANNEXURE I TO THE NOTICE

DISCLOSURE PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, RELATING TO DIRECTORS SEEKING APPOINTMENT /RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name of Director	Mr. Narayan Sitaram Saboo
DIN No.	00223324
Date of Birth	12.12.1961
Date of Original Appointment	01/10/2015
Expertise in Specific Functional Area	He has 36 years of experience in management and operation of Textile Business and 12 years of experience in AAC Block Business. Providing industry wise leadership and Management strategy are his key area of expertise. He is actively associated with various social welfare and charitable trusts. He is also member of Surat Textile Association.
Qualification	LLB
Terms and conditions of appointment/reappointment	As given in Item No. 6 of the Explanatory statement
Remuneration paid	NIL
Number of Board Meetings attended during the F.Y. 2024-25	9
Disclosure of relationship of Directors with Manager and KMP of the Company	Mr. Narayan Saboo is father of Mr. Mohit Saboo and Brother of Mr. Naresh Saboo is concerned or interested in this resolution.
Names of listed entities in which the person also holds Directorship and the membership of the committees of the Board*	1. Mohit Industries Limited (Audit Committee and Stakeholder Relationship Committee) 2. Bigbloc Construction Limited 3. Mask Investments Limited
Names of companies along with listed entities in which person has resigned in the past three years.	NIL
No. of Shares held in the company on the date of appointment	7,85,779 Equity shares
Justification for appointment of Independent Director	N.A.
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	The Board of the Company is of the opinion that Mr. Narayan Sitaram Saboo is a person of integrity and skills. Considering his extensive knowledge and rich experience in the industry, his re-appointment as Managing Director is in the interest of the Company.

* As per regulation 26(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

ANNEXURE II TO THE NOTICE

Mr. Narayan Sitaram Saboo			
A. Details of the related party and transactions with the related party			
A(1). Basic details of the related party			
1	Name of the related party	Mr. Narayan Sitaram Saboo	
2	Country of incorporation of the related party	India	
3	Nature of business of the related party	Business	
A(2). Relationship and ownership of the related party			
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Promoter	
5	Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	N.A.	
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	5.55%	
A(3). Financial performance of the related part			
7	Standalone turnover of the related party for each of the last three financial years:	NA	
	FY 2022-2023		
	FY 2023-2024		
	FY 2024-2025		
8	Standalone net worth of the related party for each of the last three financial years:	NA	
	FY 2022-2023		
	FY 2023-2024		
	FY 2024-2025		
9	Standalone net profits of the related party for each of the last three financial years:	NA	
	FY 2022-2023		
	FY 2023-2024		
	FY 2024-2025		
A(4). Details of previous transactions with the related party			
10	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.	Nature of transactions	Rs. lakhs
	FY 2022-2023	Loan taken	971.62
	FY 2023-2024	Loans taken	2672.40
	FY 2024-2025	Loans taken	3038.10
11	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee / shareholders).	₹ 222.80 lakhs (Upto 30/06/2025)	
12	Whether prior approval of Audit Committee has been taken for the above mentioned transactions?	Yes	
13	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	No	

A(5). Amount of the proposed transactions (All types of transactions taken together)		
14	Total amount of all the proposed transactions being placed for approval in the current meeting.	₹ 4000 lakhs
15	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year is material RPT in terms of Para 1(1) of these Standards?	Yes
16	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	35.59%
17	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA
18	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year.	NA
B. Details for specific transactions		
B(1). Basic details of the proposed transaction		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Loans taken
2	Details of the proposed transaction	₹ 4000 Lakhs
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 Year
4	Indicative date / timeline for undertaking the transaction	FY 2025-26
5	Whether omnibus approval is being sought?	yes
6	Value of the proposed transaction during a financial year. In case approval of the Audit Committee is sought for multi-year contracts, also provide the aggregate value of transactions during the tenure of the contract.	NA
7	Whether the RPTs proposed to be entered into are:	Certificate received from the Managing Director and CFO of the Company and also transactions were reviewed by the Audit Committee.
	(i) not prejudicial to the interest of public shareholders, and	
	(ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	
8	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	Given the nature of the Company, the Company works closely with its related parties to achieve its business objectives.
9	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Mohit Saboo and Mr. Naresh Saboo Directors of the Company have interest in the transaction.
	The details shall be provided, where the shareholding or contribution or % sharing ratio of the promoter(s) or director(s) or KMP in the related party is more than 2%.	
	a. Name of the director / KMP	

	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
10	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity.	NA
	a. Name of the director / KMP/ partner	
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	
11	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
12	Other information relevant for decision making.	The proposed transaction / arrangement will help in strengthening the business operations of the Company and in turn will improve the financial performance of the Company.
B(6). Additional details for proposed transactions relating to borrowings by the listed entity or its subsidiary		
13	Material covenants of the proposed transaction	Unsecured loan for the tenure as mutually agreed between the parties.
14	Interest rate (in terms of numerical value or base rate and applicable spread)	NA
15	Cost of borrowing (This shall include all costs associated with the borrowing)	NA
16	Maturity / due date	On demand
17	Repayment schedule & terms	On demand
18	Whether secured or unsecured?	Unsecured
19	If secured, the nature of security & security coverage ratio	NA
20	The purpose for which the funds will be utilized by the listed entity / subsidiary	Funds shall be utilized towards meeting the operational cash-flows and/or business objectives/ requirements/exigencies of the Related Party
21	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	1.29 (FY 2024-25)
	b. After transaction	2.55 (FY 2024-25)
22	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	0.27
	b. After transaction	0.27

Mr. Manish Narayan Saboo			
A. Details of the related party and transactions with the related party			
A(1). Basic details of the related party			
1	Name of the related party	Mr. Manish Narayan Saboo	
2	Country of incorporation of the related party	India	
3	Nature of business of the related party	Business	
A(2). Relationship and ownership of the related party			
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Promoter	
5	Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	N.A.	
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	0.53%	
A(3). Financial performance of the related part			
7	Standalone turnover of the related party for each of the last three financial years:	NA	
	FY 2022-2023		
	FY 2023-2024		
	FY 2024-2025		
8	Standalone net worth of the related party for each of the last three financial years:	NA	
	FY 2022-2023		
	FY 2023-2024		
	FY 2024-2025		
9	Standalone net profits of the related party for each of the last three financial years:	NA	
	FY 2022-2023		
	FY 2023-2024		
	FY 2024-2025		
A(4). Details of previous transactions with the related party			
10	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.	Nature of transactions	₹ in lakhs
	FY 2022-2023	Loan taken	116.13
	FY 2023-2024	Loans taken	47.46
	FY 2024-2025	Loans taken	1172.55
11	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee / shareholders).	₹ 36.00 lakhs (Upto 30/06/2025)	
12	Whether prior approval of Audit Committee has been taken for the above mentioned transactions?	Yes	
13	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	No	

A(5). Amount of the proposed transactions (All types of transactions taken together)		
14	Total amount of all the proposed transactions being placed for approval in the current meeting.	₹ 1500 lakhs
15	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year is material RPT in terms of Para 1(1) of these Standards?	Yes
16	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	13.35%
17	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA
18	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year.	NA
B. Details for specific transactions		
B(1). Basic details of the proposed transaction		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Loans taken
2	Details of the proposed transaction	₹ 1500 Lakhs
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 Year
4	Indicative date / timeline for undertaking the transaction	FY 2025-26
5	Whether omnibus approval is being sought?	Yes
6	Value of the proposed transaction during a financial year. In case approval of the Audit Committee is sought for multi-year contracts, also provide the aggregate value of transactions during the tenure of the contract.	NA
7	Whether the RPTs proposed to be entered into are:	Certificate received from the Managing Director and CFO of the Company and also transactions were reviewed by the Audit Committee.
	(i) not prejudicial to the interest of public shareholders, and	
	(ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	
8	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	Given the nature of the Company, the Company works closely with its related parties to achieve its business objectives.
9	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Narayan Saboo, Mr. Mohit Saboo and Mr. Naresh Saboo Directors of the Company have interest in the transaction.
	The details shall be provided, where the shareholding or contribution or % sharing ratio of the promoter(s) or director(s) or KMP in the related party is more than 2%.	

	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
10	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity.	NA
	a. Name of the director / KMP/ partner	
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	
11	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
12	Other information relevant for decision making.	The proposed transaction / arrangement will help in strengthening the business operations of the Company and in turn will improve the financial performance of the Company.
B(6). Additional details for proposed transactions relating to borrowings by the listed entity or its subsidiary		
13	Material covenants of the proposed transaction	Unsecured loan for the tenure as mutually agreed between the parties.
14	Interest rate (in terms of numerical value or base rate and applicable spread)	NA
15	Cost of borrowing (This shall include all costs associated with the borrowing)	NA
16	Maturity / due date	On demand
17	Repayment schedule & terms	On demand
18	Whether secured or unsecured?	Unsecured
19	If secured, the nature of security & security coverage ratio	NA
20	The purpose for which the funds will be utilized by the listed entity / subsidiary	Funds shall be utilized towards meeting the operational cash-flows and/or business objectives/ requirements/exigencies of the Related Party
21	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	2.06 (FY 2024-25)
	b. After transaction	2.55 (FY 2024-25)
22	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	0.27
	b. After transaction	0.27

Mr. Mohit Narayan Saboo**A. Details of the related party and transactions with the related party****A(1). Basic details of the related party**

1	Name of the related party	Mr. Mohit Narayan Saboo
2	Country of incorporation of the related party	India

3	Nature of business of the related party	Business
A(2). Relationship and ownership of the related party		
4	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Promoter
5	Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	N.A.
6	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	1.15%
A(3). Financial performance of the related part		
7	Standalone turnover of the related party for each of the last three financial years:	NA
	FY 2022-2023	
	FY 2023-2024	
	FY 2024-2025	
8	Standalone net worth of the related party for each of the last three financial years:	NA
	FY 2022-2023	
	FY 2023-2024	
	FY 2024-2025	
9	Standalone net profits of the related party for each of the last three financial years:	NA
	FY 2022-2023	
	FY 2023-2024	
	FY 2024-2025	
A(4). Details of previous transactions with the related party		
10	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.	Nil
	FY 2022-2023	
	FY 2023-2024	
	FY 2024-2025	
11	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee / shareholders).	Nil
12	Whether prior approval of Audit Committee has been taken for the above mentioned transactions?	Yes
13	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	No
A(5). Amount of the proposed transactions (All types of transactions taken together)		
14	Total amount of all the proposed transactions being placed for approval in the current meeting.	₹ 1500 lakhs
15	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year is material RPT in terms of Para 1(1) of these Standards?	Yes

16	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	13.35%
17	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA
18	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year.	NA
B. Details for specific transactions		
B(1). Basic details of the proposed transaction		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Loans taken
2	Details of the proposed transaction	₹ 1500 Lakhs
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 Year
4	Indicative date / timeline for undertaking the transaction	FY 2025-26
5	Whether omnibus approval is being sought?	yes
6	Value of the proposed transaction during a financial year. In case approval of the Audit Committee is sought for multi-year contracts, also provide the aggregate value of transactions during the tenure of the contract.	NA
7	Whether the RPTs proposed to be entered into are:	Certificate received from the Managing Director and CFO of the Company and also transactions were reviewed by the Audit Committee.
	(i) not prejudicial to the interest of public shareholders, and	
	(ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	
8	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	Given the nature of the Company, the Company works closely with its related parties to achieve its business objectives.
9	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Narayan Saboo and Mr. Naresh Saboo Directors of the Company have interest in the transaction.
	The details shall be provided, where the shareholding or contribution or % sharing ratio of the promoter(s) or director(s) or KMP in the related party is more than 2%.	
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
10	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity.	NA
	a. Name of the director / KMP/ partner	
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	

11	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
12	Other information relevant for decision making.	The proposed transaction / arrangement will help in strengthening the business operations of the Company and in turn will improve the financial performance of the Company.
B(6). Additional details for proposed transactions relating to borrowings by the listed entity or its subsidiary		
13	Material covenants of the proposed transaction	Unsecured loan for the tenure as mutually agreed between the parties.
14	Interest rate (in terms of numerical value or base rate and applicable spread)	NA
15	Cost of borrowing (This shall include all costs associated with the borrowing)	NA
16	Maturity / due date	On demand
17	Repayment schedule & terms	On demand
18	Whether secured or unsecured?	Unsecured
19	If secured, the nature of security & security coverage ratio	NA
20	The purpose for which the funds will be utilized by the listed entity / subsidiary	Funds shall be utilized towards meeting the operational cash-flows and/or business objectives/ requirements/exigencies of the Related Party
21	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	2.06 (FY 2024-25)
	b. After transaction	2.55 (FY 2024-25)
22	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	
	a. Before transaction	0.27
	b. After transaction	0.27

By order of the Board
For Mohit Industries Limited

Sd/-
Narayan Sitaram Saboo
Chairman
DIN: 00223324

Place: Surat
Date: August 21, 2025

Mohit Industries Limited
Registered Office:
Office No. 908, 9th Floor, Rajhans Montessa,
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CIN: L17119GJ1991PLC015074