

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-ordinary General Meeting (“the **Meeting**”/ “**EGM**”) of the Members of **Trishakti Industries Limited** (“the **Company**”) will be held on Monday, 29th December, 2025 at 1:00 P.M. (IST) through Video Conferencing (“**VC**”) / Other Audio Visual Means (“**OAVM**”) (“hereinafter referred to as “**Electronic Mode**”) to transact the following business:

SPECIAL BUSINESS:**ITEM NO. 1: RE-APPOINTMENT OF MR. SURESH JHANWAR (DIN: 00568879) AS THE CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY WITH EFFECT FROM 30TH SEPTEMBER, 2025 TO 29TH SEPTEMBER, 2028**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 196, 197, 198, 203 and Schedule V of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other rules made thereunder (including any statutory modification(s) or re-enactment(s) or amendment(s) thereof for the time being in force) and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) or amendment(s) thereof for the time being in force), the Articles of Association of the Company and in terms of the recommendation of the Nomination and Remuneration Committee and approval of Audit Committee and Board of Directors (“Board”) and subject to such approvals, if any, the consent of the members be and is hereby accorded for the re-appointment of Mr. Suresh Jhanwar (DIN: 00568879) as the Chairman & Managing Director of the Company, liable to retire by rotation, for a further period of 3 (three) years with effect from 30th September, 2025 to 29th September, 2028 on the terms and conditions including remuneration as set out in the explanatory statement and draft agreement to be entered between the Company and Mr. Suresh Jhanwar which agreement also be and is hereby approved and that the approval be also deemed to be approved pursuant to the provisions of Regulation 17(6)(e) of the Listing Regulations.”;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board) be and is hereby authorized to alter, vary and amend

the terms and conditions of re-appointment and/or remuneration of Mr. Suresh Jhanwar in such manner as may be agreed to between the Board and Mr. Suresh Jhanwar, within the limits hereby sanctioned and within the overall ceiling of managerial remuneration provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time;

“FURTHER RESOLVED THAT notwithstanding the profits in any financial year, the Company will pay to Mr. Suresh Jhanwar the remuneration as per the explanatory statement to this notice as minimum remuneration for a period of 3 years from the date of appointment.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby authorized to take such steps and actions and give such directions as may be, in its absolute discretion, deemed necessary and to settle any question that may arise in this regard.”

ITEM NO. 2: APPOINTMENT OF MS. YASHVI AGARWAL (DIN: 11401084) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and on recommendation of Nomination and Remuneration Committee and approval of Board of Directors of the Company, Ms. Yashvi Agarwal (DIN: 11401084) who was appointed as an Additional Director in the category of Independent Director of the Company and has submitted a declaration that she meets the criteria for Independence as provided in 149 (6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of the Director, be and is hereby appointed as an Non Executive Independent Director of the Company, not liable to retire by rotation, for a period of five years from 4th December, 2025 till 3rd December, 2030 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”) (which shall include any duly authorized Committee thereof, for the time being exercising the powers conferred on the Board), be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper or desirable or expedient to give effect to this resolution.”

ITEM NO. 3: REVISION IN REMUNERATION PAYABLE TO MR. PRANAV JHANWAR (DIN: 09388582), WHOLE-TIME DIRECTOR OF THE COMPANY

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

“RESOLVED THAT in partial modification of the resolution passed on 25th September, 2024 with respect to appointment and payment of remuneration to Mr. Pranav Jhanwar (DIN: 09388582), Executive Director of the Company and pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), Rules made thereunder read with Schedule V of the said Act, applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re - enactments thereof, for the time being in force) and Articles of Association of the company and in terms of the recommendation of the Nomination and Remuneration Committee, approval of Audit Committee and Board of Directors and subject to such approvals if any, as may be necessary, consent of the Company is hereby accorded for revision in remuneration of Mr. Pranav Jhanwar, Whole Time Director of the Company, with effect from 1st April, 2025 up to his residual tenure of office, as set out in the explanatory statement annexed to the notice convening this meeting and draft supplementary agreement entered into between the Company and Mr. Pranav Jhanwar, which agreement also be and is hereby approved and that the approval be also deemed to be approved pursuant to the provisions of Regulation 17(6)(e) of the Listing Regulations.

RESOLVED FURTHER THAT in the event of absence or inadequacy of the profits in any financial year, the revised remuneration as set out in the resolution above be continued to be paid as minimum remuneration to Mr. Pranav Jhanwar (DIN: 09388582) during his remaining tenure of his current appointment.

RESOLVED FURTHER THAT the Board of Directors or any Committee thereof, be and is hereby authorized to alter, modify or revise from time to time, the said terms and conditions of appointment and remuneration of Mr. Pranav Jhanwar in such manner as may be considered appropriate and in the best interests of the Company and as may be permissible at law upon the terms and conditions set out in the Explanatory Statement.

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

By order of the Board
For **Trishakti Industries Limited**

-Sd-
Suresh Jhanwar
Chairman & Managing Director

Place: Kolkata

Date: 4th December, 2025

NOTES

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM is being 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 EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote electronically during the EGM.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. The Company will conduct the EGM through VC/ OAVM from its Registered Office, i.e, Godrej Genesis, Saltlake City, Sector-V 10th Floor, Unit No-1007, Kolkata-700091, West Bengal, India, which shall be deemed to be the venue of the meeting.
6. The related Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the business items are as set out above is annexed hereto.
7. All documents referred to in the Notice shall be made available for inspection at the Registered Office of the Company up to the date of Extra-Ordinary General Meeting from 11 :00 A.M to 1 :00 P.M except Saturday, Sunday and Public Holidays. The said documents shall also be available for inspection by the Members and the same may be accessed on the website of the Company www.trishakti.com.
8. 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 the Depository Participant with whom they are maintaining the DEMAT account. Members holding shares in physical form can submit their copy of PAN to the Company.

9. In accordance with the aforesaid MCA and SEBI Circulars, Notice of the EGM is being sent only through electronic mode to the members whose email addresses are registered with the Company or relevant Depositories.
10. 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 EGM. 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 EGM will be provided by NSDL.
11. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.trishakti.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and The Calcutta Stock Exchange Limited at www.bseindia.com and www.cse-india.com respectively and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
12. EGM is being convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars issued from time to time.

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

The remote e-voting period begins on Friday 26th December, 2025 at 9 A.M. and ends on Sunday, 28th December, 2025 at 5 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. Monday, 22nd December, 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 Monday, 22nd December, 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.	<p>1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-</p>

Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cDSLindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cDSLindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cDSLindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
--	--

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
--	--

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

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

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

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

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

- c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join 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 raj@manojbanthia.com 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 Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@trishakti.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 info@trishakti.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE EGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 EGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
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 EGM shall be the same person mentioned for Remote e-voting.
5. The Board of Directors has appointed Mr. Raj Kumar Banthia, Practicing Company Secretary, Partner of M/s. MKB & Associates, Company Secretary, Kolkata, to act as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.
6. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned below for Remote evoting.
7. Only those shareholders, who are present in the EGM 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 available during the EGM.
8. If any vote is cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/ OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
9. This notice is intended for informational purposes only for those members who are not shareholders as of the Company as on the cut-off date, i.e., 22nd December, 2025.

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

1. Member will be provided with a facility to attend the EGM 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 info@trishakti.com. The same will be replied by the company suitably.
6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at info@trishakti.com between 15.12.2025, 9:00 A.M. (IST) and 20.12.2025, 5:00 P.M. (IST). Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.
7. Shareholders attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

OTHER INFORMATION:

1. The Scrutinizer shall, after the conclusion of EGM, first count the votes cast at the EGM and then unblock the votes cast through remote e-voting. The scrutinizer shall submit the consolidated scrutinizer's report, not later than 48 (forty-eight) hours of conclusion of the Meeting, to the Chairman / Managing Director or any other person authorized by the Board.
2. The results declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website www.trishakti.com and on the website of NSDL www.nsdl.co.in immediately after the results are declared and simultaneously communicated to the Stock Exchanges where the Company's shares are listed. Subject to receipt of requisite number of votes, the resolution set out in the Notice shall be deemed to be passed on the date of the EGM i.e. 29th December, 2025.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013; THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS

ITEM NO. 1

Mr. Suresh Jhanwar was reappointed as the Chairman & Managing Director of the Company for a period of 5 consecutive years with effect from September, 30, 2020 (approved by the Members at the Annual General Meeting held on September 30, 2020), which term of office expired on September 29, 2025. Considering the responsibilities and his contribution towards the Company, the Board of Directors of the Company at its meeting held on 25th September, 2025, pursuant to the recommendation of the Nomination and Remuneration Committee ('NRC'), approval of Audit Committee, re-appointed Mr. Suresh Jhanwar as the Chairman & Managing Director for a further period of three years from 30th September, 2025 to 29th September, 2028 on the terms and conditions contained in the draft Agreement to be entered into by the Company and Mr. Suresh Jhanwar, subject to the approval of the Members of the Company.

The Board, while considering the re-appointment of Mr. Suresh Jhanwar as the Chairman & Managing Director of the Company, took into account his impressive background, extensive experience, and invaluable contributions to the Company during his previous tenure as Chairman & Managing Director. Mr. Suresh Jhanwar has consistently demonstrated sustained efforts, and under his leadership, the Company has achieved remarkable growth and success. With a distinguished career spanning over 27 years, Mr. Suresh Jhanwar has established himself as a leading expert. His visionary leadership has been instrumental in driving Trishakti Industries Ltd. to unprecedented heights. Mr. Jhanwar's expertise in site management and project execution has been exemplary. Having joined the Company as a Director in 1997, he has been serving as the Chairman & Managing Director since September 30, 2020. Under his dynamic leadership, Trishakti Industries Ltd. has embarked on a transformative journey, marked by expansion and increased market prominence.

The provisions of Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provides that approval of shareholders would be required by way of Special Resolution in case the aggregate annual remuneration payable to all the Executive Directors who are promoters or members of the promoter group of the Company, exceeds 5 per cent of the net profits of the Company, calculated in terms of Section 198 of the Companies Act, 2013. The approval for re-appointment and remuneration of Mr. Suresh Jhanwar shall also be deemed to be approved in accordance with Regulation 17(6)(e) of Listing Regulations.

Mr. Suresh Jhanwar shall be paid remuneration not exceeding Rs. 72 Lacs per annum during his tenure as Chairman & Managing Director of the Company.

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained where in any financial year during the tenure of Mr. Suresh Jhanwar, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration as above as the minimum remuneration.

Mr. Suresh Jhanwar will not receive any sitting fees for attending Meetings of the Board or any Committee thereof.

The Company has not committed any default in payment of dues to any bank or public financial institution or any other secured creditors before the date of re-appointment of Mr. Suresh Jhanwar. The Company has not issued any Non-Convertible Debentures. Information as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolution for Item No. 1 is provided below in the Additional Information Section.

The Company has received consent from Mr. Suresh Jhanwar in writing to continue to act as Chairman & Managing Director of the Company for a further period of 3 years. Mr. Suresh Jhanwar satisfies all conditions set out in sub-section (3) of Section 196 and Part-I of Schedule V of the Companies Act, 2013 for being eligible for this re-appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. Your Directors believe that continued association of Mr. Suresh Jhanwar would be of immense benefit to the Company and hence recommends to the Members the Special Resolution at Item no. 1 of this Notice for your approval to reappoint Mr. Suresh Jhanwar as the Chairman & Managing Director, liable to retire by rotation and for payment of remuneration to him.

The draft Agreement also sets out mutual rights and obligations of the parties. A copy of the draft agreement will be available for inspection by the members during business hours on all working days till the conclusion of the ensuing Extraordinary General Meeting in electronic mode. Members can inspect the same by sending an email to info@trishakti.com on or before December 20, 2025 through their registered e-mail ID quoting name, Demat Account Number/ Folio Number and Mobile Number and will also be available for inspection at the meeting.

Except Mr. Suresh Jhanwar, Mr. Dhruv Jhanwar, Mr. Pranav Jhanwar and Mrs. Shalini Jhanwar, no other Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said to the extent of their shareholding.

Statement pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and Secretarial Standard on General Meeting are annexed with this notice.

ITEM NO. 2

The Board of Directors of the Company at its meeting held on 4th December, 2025, pursuant to the recommendation of the Nomination and Remuneration Committee and subject to approval of the Members of the Company, has approved the appointment of Ms. Yashvi Agarwal (DIN: 11401084) as an Additional Director (Independent Director) of the Company with effect from 4th December, 2025 under Section 161 of the Companies Act, 2013, to hold office as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 4th December, 2025 to 3rd December, 2025 (both days inclusive).

The Company has received Ms. Yashvi Agarwal's written consent to act as a director and her declaration confirming that she is not disqualified from holding such position under the provisions of the Companies Act, 2013 ("the Act"). She has further submitted a declaration affirming that she meets the independence criteria prescribed under Section 149 of the Act and Regulation 16(1)(b), read with Regulation 25(8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Ms. Agarwal is also duly registered in the Independent Directors' database maintained by the Indian Institute of Corporate Affairs. Based on these confirmations, the Board is satisfied that Ms. Yashvi Agarwal fulfills the requirements of independence and is independent of the management.

Brief Profile of Ms. Yashvi Agarwal is as under:

Ms. Yashvi Agarwal is a marketing professional, skilled in digital marketing, social media, PR, and business development. With an MSc in Marketing Science from Nanyang Technological University, she blends analytical depth with creative strategy. She has delivered insight-driven branding and research solutions across luxury, consumer psychology, and B2B markets.

Statement pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and Secretarial Standard on General Meeting are annexed with this notice.

Pursuant to Regulation 17(1C) of the Listing Regulations, appointment of Ms. Yashvi Agarwal as an Independent Director of the Company is required to be placed before the Members of the Company at the next General Meeting or within a period of three months from the date of appointment, whichever is earlier, for their approval. Accordingly, approval of the Members is hereby sought for passing the Special Resolution as set out at Item No. 2 of this Notice for appointment of Ms. Yashvi Agarwal (DIN:11401084) as an Independent Director of the Company with effect from December 4, 2025 to hold office for a term of 5 (five) consecutive years, not liable to retire by rotation.

In the opinion of the Board, Ms. Yashvi Agarwal fulfils the conditions for independence specified in the Act, the Rules made there under and the 'Listing Regulations' and such other laws/ regulations for the time being in force, to the extent applicable to the Company. The Board is of the view that, given the background knowledge and rich experience of Ms. Yashvi Agarwal, her appointment will be of immense benefit and in the best interest of the Company and it is desirable to avail her services as Independent Director. The Board recommends the Resolution set out at Item No. 2 of this Notice for approval of the Members as a Special Resolution.

Copy of letter of appointment setting out the terms of his appointment will be available for inspection by the members during business hours on all working days till the conclusion of the ensuing Extraordinary General Meeting in electronic mode. Members can inspect the same by sending an email to info@trishakti.com on or before December 20, 2025 through their registered e-mail ID quoting name, Demat Account Number/ Folio Number and Mobile Number and will also be available for inspection at the meeting.

Except Ms. Yashvi Agarwal, none of the Directors, Key Managerial Personnel or their respective relatives are in any way concerned or interested, financially or otherwise, in the Resolution set out at Item No. 2 of this Notice except to the extent of their respective shareholding in the Company, if any.

ITEM NO. 3

The members at the Annual General Meeting of the Company held on 25th September, 2024 approved the appointment of Mr. Pranav Jhanwar (DIN: 09388582) as an Executive Director of the Company for a period of 3 years from 28th August, 2024 to 27th August, 2027 and payment of remuneration not exceeding Rs. 1 Lakh per month.

As a key member of the leadership team, Mr. Pranav Jhanwar plays a pivotal role in managing daily operations, ensuring smooth project execution, and driving business growth

through optimized resource allocation and process streamlining. Given his unique blend of financial acumen and operational expertise and based on the recommendation of the Nomination & Remuneration Committee and approval of Audit Committee, the Board of Directors at its meeting held on 4th December, 2025 have approved revision in the remuneration of Mr. Pranav Jhanwar to amount not exceeding Rs. 72 Lakhs per annum w.e.f. 1st April, 2025 for the remaining tenure of his current appointment.

The provisions of Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, provides that approval of shareholders would be required by way of Special Resolution in case the aggregate annual remuneration payable to all the Executive Directors who are promoters or members of the promoter group of the Company, exceeds 5 per cent of the net profits of the Company, calculated in terms of Section 198 of the Companies Act, 2013.

Mr. Pranav Jhanwar is a promoter and the remuneration payable to him as per the terms stated herein below together with the remuneration payable to all the other Executive Directors will exceed 5 percent of the net profits of the Company. Hence, the approval of shareholders by way of Special Resolution shall also be deemed to be approval under Regulation 17(6)(e) of the Listing Regulations.

Mr. Pranav Jhanwar shall be paid a remuneration not exceeding Rs. 72 Lacs per annum during his remaining tenure of his current appointment as Executive Director of the Company with effect from 1st April, 2025.

All other terms and conditions as contained in the agreement and as approved by the shareholders in its meeting held on 25th September, 2024 remains unchanged.

Minimum Remuneration:

Notwithstanding anything to the contrary herein contained where in any financial year during the tenure of Mr. Pranav Jhanwar, the Company has no profits or its profits are inadequate, the Company will continue to pay remuneration as mentioned in the resolution as the minimum remuneration.

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.

Information as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Special Resolution for Item No. 3 is provided below in the Additional Information Section.

The Board of Directors of your Company recommends the resolution in relation to revision in remuneration of Pranav Jhanwar, Executive Director for the approval by the shareholders of the Company as Special Resolution.

Copy of draft Supplementary agreement to be entered into by the Company and Mr. Pranav Jhanwar, setting out the terms and conditions of his remuneration as an Executive Director shall be available for inspection by the members during business hours on all working days till the conclusion of the ensuing Extraordinary General Meeting in electronic mode. Members can inspect the same by sending an email to info@trishakti.com on or before December 20, 2025 through their registered e-mail ID quoting name, Demat Account Number/ Folio Number and Mobile Number and will also be available for inspection at the meeting.

Except Mr. Pranav Jhanwar, Mr. Suresh Jhanwar, Mr. Dhruv Jhanwar and Mrs. Shalini Jhanwar, no other Director and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution to the extent of their shareholding.

ADDITIONAL INFORMATION

Statement pursuant to provisions of Schedule V of the Companies Act, 2013 with respect to
Item No. 1 and 3

I. General Information

Sl. No.	Particulars	Remarks		
1.	Nature of the Industry	Infrastructure Solutions Provider		
2.	Date of certificate of commencement of business	The Company commenced its Business in the year 1985		
3.	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4.	Financial performance based on given indicators	For the Financial Year (Rs. In Lakhs)		
		FY 2025	FY 2024	FY 2023
	Revenue	1,702.93	10682.02	1960.83
	Profit Before Tax	362.95	71.41	63.46
	Taxes	8.18	20.86	12.23
	Profit After Tax	354.77	50.55	51.23
6.	Foreign Investments or Collaborations, if any	Nil		

II. Information about the Appointee:

Sl. No.	Particulars	Mr. Pranav Jhanwar (09388582)	Mr. Suresh Jhanwar (00568879)
1.	Background Details	<p>Mr. Pranav Jhanwar is a Commerce graduate having experience of over 5 years in the field of finance and accounting management.</p> <p>His experience of dealing with operations related to Heavy Equipments has significantly driven the company's growth.</p> <p>His experience has provided operational and financial efficacy to the company.</p>	<p>Mr. Suresh Jhanwar is Chairperson and Managing Director of the Company. He has been on the Board of Trishakti since 1997. With an illustrious career spanning over 27 years, Mr. Suresh Jhanwar has established himself as a leading expert in the infrastructure and oil & gas sectors. Under his visionary leadership, Trishakti Industries Ltd. has experienced unprecedented growth and success. His profound understanding of industry dynamics, coupled with his strategic foresight and leadership acumen, continues to</p>

			<p>propel the company's expansion and long-term objectives.</p> <p>As Chairperson, Mr. Suresh Jhanwar remains committed to fostering a culture of innovation, excellence, and sustainability, cementing Trishakti Industries Ltd.'s position as a leader in its domain.</p>
2.	Past Remuneration	Remuneration paid during the Financial Year 2024-2025 was Rs. 12 Lakhs per annum.	Remuneration paid during the Financial Year 2024-2025 was Rs. 72 Lakhs per annum.
3.	Job Profile and his suitability as Director/ Recognition or Awards.	Mr. Pranav Jhanwar is the Whole-time Director and CFO of the Company. His skill and industrial expertise bring efficiency and stability in the management of the company.	Mr. Suresh Jhanwar is the Chairman and Managing director of the Company. He remains committed to fostering a culture of innovation, excellence, and sustainability, cementing Trishakti Industries Ltd.'s position as a leader in its domain.
4.	Remuneration proposed	Rs. 72 Lakhs per annum (w.e.f 1st April, 2025)	Rs. 72 Lakhs per annum
5.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the reverent details would be w.r.t. the country of his origin)	The salary payable to Mr. Pranav Jhanwar is in line with current industry standards.	The salary payable to Mr. Suresh Jhanwar is in line with current industry standards.
6.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or	<p>Apart from receiving managerial remuneration, Mr. Pranav Jhanwar is not having any pecuniary relationship with the Company.</p> <p>Mr. Pranav Jhanwar is son of Mr. Suresh Jhanwar and Mrs. Shalini Jhanwar and brother of Mr. Dhruv Jhanwar, directors of the company</p>	<p>Apart from receiving managerial remuneration, Mr. Suresh Jhanwar is not having any pecuniary relationship with the Company.</p> <p>Mr. Suresh Jhanwar is father of Mr. Dhruv Jhanwar and Mr. Pranav Jhanwar and Husband of Mrs. Shalini Jhanwar, directors of the</p>

	other director, if any	company
--	---------------------------	---------

III. Other Information:

- (1) Reasons of loss or inadequate profits: The strategic shift in the business model has increased the Company's expenses, leading to inadequate profits. However, this transformation requires specialized expertise and is designed to improve long-term viability, strengthen the link between productivity and profitability, and enhance profit potential.
- (2) Steps taken or proposed to be taken for improvement: The Company continues to earn profit and hence there are no specific steps required to take and proposed to be taken for improvement other than working towards resolving some of the internal constraints.
- (3) Expected increase in productivity and profits in measurable terms: The Company has earned the profit of Rs. 158.85 Lakhs during the quarter ended 30th September, 2025 and the Company is expected to do well in future.

IV. Disclosures:

The disclosures as required on all elements of remuneration package such as salary, benefits, bonuses, pensions, details of fixed components and performance linked incentives along with performance criteria, service contract details, notice period, severance fees, etc. shall be given in the Boards' Report under the heading "Corporate Governance Report" forming part of the Annual Report for 2025-26.

Annexure-1

Details of Director seeking appointment/ re-appointment/ any change in terms pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 and Secretarial Standard on General Meeting.

Name of the Director	Mr. Suresh Jhanwar	Mr. Pranav Jhanwar	Ms. Yashvi Agarwal
Director Identification Number	00568879	09388582	11401084
Date of Birth / Age	16.01.1978 (47 Years)	01.09.2002 (23 Years)	21.08.2002 (23 Years)
Date of first Appointment on the Board	26.05.1997	26.08.2024	04.12.2025
Nationality	Indian	Indian	Indian
Qualifications	Graduate (B. Com)	Graduate (B. Com)	Graduate (B. Com) and MSc in Marketing Science
Shareholding in the Company	40,88,342	18,11,110 (1,50,000 Warrants allotted on 08.10.2025 pursuant to Preferential Issue)	Nil
Brief Resume, Experience and Expertise/ Terms and conditions of appointment or reappointment	As Set out in the Explanatory Statement to Item No. 1 and Statement given pursuant to Schedule V	As Set out in the Explanatory Statement to Item No. 3 and Statement given pursuant to Schedule V	As Set out in the Explanatory Statement to Item No. 2
Details of remuneration sought to be paid (Rs. in Lacs per annum)	Rs. 72 Lakhs per annum	Rs. 72 Lakhs per annum (w.e.f. 1st April, 2025)	Entitled to receive sitting fees for attending Board and Committee meetings thereof and reimbursement of expenses for participating in the Board and other meetings.

Last Remuneration Drawn (Rs. in Lacs)	Remuneration paid during the Financial Year 2024-2025 is 72 Lakhs per annum	Remuneration paid during the Financial Year 2024-2025 is 12 Lakhs per annum	N.A.
Directorship held in other Companies including Foreign Companies excluding alternate directorship	<ul style="list-style-type: none"> Starlight Capital Private Limited Starmax Investment Private Limited Sagarmal Ramesh Kumar Pvt Ltd Trishakti Capital Limited 	<ul style="list-style-type: none"> Starlight Capital Private Limited Starmax Investment Private Limited Trishakti Capital Limited 	N.A.
Membership/ Chairmanship of Committees of other Boards	Nil	Nil	Nil
Relationship with other Directors and other Key Managerial Personnel of the Company	He is related to Directors and KMP as he is the father of Mr. Dhruv Jhanwar and Mr. Pranav Jhanwar and Husband of Mrs. Shalini Jhanwar	He is related to Directors and KMP as he is the son of Mr. Suresh Jhanwar and Mrs. Shalini Jhanwar and Brother of Mr. Dhruv Jhanwar	N. A
Number of Board meetings Attended during the year	8	8	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years.	Trishakti Industries Limited	Not Applicable	Nil

Justification for choosing appointees for appointment as Independent Directors/the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.	N.A.	Ms. Yashvi Agarwal possesses the required skills and capabilities required for this role, which are set out in the Item No. 2 of the Explanatory Statement.
--	------	------	---

By order of the Board
For **Trishakti Industries Limited**

Sd-
Suresh Jhanwar
Chairman & Managing Director
Place: Kolkata
Date: 04.12.2025