

NITYAS GEMS AND JEWELLERY LIMITED

CIN: U36996GJ2022PLC131404

Regd. Office: Sector-1, 6th & 7th Floor, Ratih House, SY-376, TPS-4, PI-7, Paiki Part-B, Parshottam Farm Compound, Opp. Podar Arcade, Varachha Road, A. K. Road, Surat -395008

E-mail: nityasjewels@gmail.com , **Ph:** 9727176754

CERTIFIED TRUE COPY OF THE EXTRACT OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF NITYAS GEMS AND JEWELLERY LIMITED AT THEIR MEETING HELD ON TUESDAY, 15TH JULY, 2025 AT 02:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT REGISTERED OFFICE: SECTOR-1, 6TH & 7TH FLOOR, RATIH HOUSE, SY-376, TPS-4, PI-7, PAIKI PART-B, PARSHOTTAM FARM COMPOUND, OPP. PODAR ARCADE, VARACHHA ROAD, A. K. ROAD, SURAT -395008.

Appointment of Mr. Rajnikant Lallubhai Chanchad (DIN:08715741) as a Managing Director :

The Chairman informed the board that the company wants to change the designation of **Mr. Rajnikant Lallubhai Chanchad (DIN:08715741)** from Director to Managing Director. The Board discussed the same and passed the following resolution:

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and all the other applicable provisions the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all the other applicable rules made under the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and Articles of Association of the Company and in suppression of all earlier resolutions passed, approval of the Board of Directors be and is hereby accorded, subject to the approval from the members, to appoint **Mr. Rajnikant Lallubhai Chanchad (DIN: 08715741)** as Managing Director of the Company for a period of Five years with effect from **17TH July, 2025 till 16th July, 2030** as per the terms and conditions set in the resolution and increased remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Managing Director, the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Company may pay to the Managing Director, remuneration of **Rs. 3,00,000/- PM**, excluding commission amount payable on profits earned, as the minimum remuneration by way of salary and allowances as specified above and subject to receipt of the requisite approvals, if any.

RESOLVED FURTHER THAT Mr. Rajnikant Lallubhai Chanchad(DIN: 08715741) be and is hereby deemed to be a director liable to retire by rotation under provisions of section 152(6) of the Companies Act, 2013."

Place: Surat

Date: 15/07/2025

//Certified True Copy//

FOR BOARD OF DIRECTORS OF

NITYAS GEMS AND JEWELLERY LIMITED



RAJ DINESHBHAI MONPARA
DIN: 10903609

NITYAS GEMS AND JEWELLERY LIMITED

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Calling of Extra Ordinary General Meeting:

The chairman placed before the meeting, a draft copy of Notice of EOGM to be held on 17th July, 2025 at 02.00 P.M. consisting of various matters including:

1. Appointment of Mr. Rajnikant Lallubhai Chanchad as a Managing Director
2. Appointment of Mr. Ritesh Tulsyan as an Independent Director
3. Appointment of Mr. Dineshbhai Manjibhai Bhimani as an Independent Director

The board discussed each and every item in detail and passed the following resolution:

"RESOLVED THAT the draft notice for calling EOGM to be held on Thursday, 17th Day of July, 2025 at 02.00 P.M, as placed before the board and initialed by the chairman for identification be and is hereby approved including every items mentioned therein.

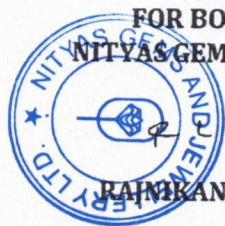
FURTHER RESOLVED THAT the chairman be and is hereby authorized to issue the notice, call EOGM, collect other required deed and actions in this regards.

RESOLVED FURTHER THAT any one director and any Practicing Company Secretary be and are hereby authorised to fill and file the relevant forms and annexure to the Registrar of Companies."

Place: Surat
Date: 15/07/2025

//Certified True Copy//

**FOR BOARD OF DIRECTORS OF
NITYAS GEMS AND JEWELLERY LIMITED**



RAJNIKANT LALLUBHAI CHANCHAD

Director

DIN: 08715741