**Date: 08.09.2026**

To
**The National Stock Exchange of India Limited**
Exchange Plaza,
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051

**Scrip Code: PANSARI**

**Sub: Submission of Notice of 30 th Annual General Meeting for the Financial Year 2025-2026 in compliance with SEBI (LODR) Regulations, 2015.**

Dear Sir/Madam,

This is reference to captioned subject and in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith soft copy of Notice of 30th Annual General Meeting to be held on **Wednesday, 30th Day of September, 2026 at 10:00 A.M. at registered address of the Company at 14 N.S Road 4th Floor Kolkata-700001 and through remote E-Voting from Saturday 26th September, 2026 at 09:00 AM till Tuesday 29th September, 2026 at 5.00 PM.**

Kindly take the same on record and acknowledge the receipt of the same.
Thanking you,

Yours Faithfully,
**For Pansari Developers Limited**
For PANSARI DEVELOPERS LIMITED

Bipasha Banerjee
Company Secretary

**Bipasha Banerjee**
**Company Secretary & Compliance Officer**
**Membership No: A11511**

## NOTICE TO THE MEMBERS

Notice is hereby given that the 30th Annual General Meeting of the Members of the Company will be held at the registered office of the Company situated at 14, N.S. Road, 4th Floor, Kolkata – 700001 on Wednesday, the 30th day of September 2026, at 10.00 A.M. to transact the following business:

**ORDINARY BUSINESS:**

1. **Adoption of Financial statements**

   To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the financial year ended 31st March, 2026, the Reports of Directors' and Auditors' thereon.

2. **Re-appointment of Mr.Ankit Agarwal as Whole Time Director**

   To appoint Whole Time Director in place of Mr. **Ankit Agarwal** (DIN: 02804577) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

3. **Appointment of statutory Auditors**

   To appoint M/s.**Agarwal Vishwanath &Associates (Firm Registration No. 32302E),** Chartered Accountants as statutory Auditors of the company by passing the following resolution as an Ordinary Resolution.

   **"RESOLVED THAT** pursuant to provision of section 139,141,142 and other applicable provisions if any, of the Companies Act,2013 and rules made thereunder**M/s.Agarwal Vishwanath &Associates**,**Chartered Accountants(Firm Registration No.32302E)**be and are hereby appointed as statutory Auditors of the company to hold office from conclusion of this Annual General Meeting of the company till conclusion of next Annual General Meeting at a remuneration to be fixed by the Board of Directors of the company.**"**

**SPECIAL BUSINESS:**

4. **TO APPROVE THE RE-APPOINTMENT OF MR. MAHESH KUMAR AGARWAL AS THE CHAIRMAN AND MANAGING DIRECTOR (KEY MANAGERIAL PERSONNEL) 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 SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections 117, 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and Article of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification or reenactment(s) thereof for the time being in force), the approval of the members/shareholders of the Company be and are hereby accorded to approve the terms of re-appointment and remuneration of Mr. Mahesh Kumar Agarwal (DIN: 00480731) as the Chairman and Managing Director of the Company, for a period of five (5)years from October 31, 2026 to October 30, 2031 as recommended / approved by the Nomination & Remuneration Committee and Board of Directors at its respective meeting held on Monday, August 24, 2026,on the terms and conditions including remuneration as set out in the explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Mahesh Kumar Agarwal, subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or re-enactment thereof.

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

5. **TO APPROVE THE RE-APPOINTMENT OF MR. ANKIT AGARWAL AS WHOLE TIME 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 SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections 117, 196, 197 and 203 read with Schedule V of the Companies Act, 2013 and Article of Association of the Company as amended from time to time and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification or reenactment(s) thereof for the time being in force), the approval of the members/shareholders of the Company be and are hereby accorded to approve the terms of re-appointment and remuneration of Mr. Ankit Agarwal (DIN: 02804577) as a Whole Time Director of the Company, for a period of five (5)years with effect from October 31, 2026 to October 30, 2031, as recommended / approved by the Nomination & Remuneration Committee and Board of Directors at its respective meeting held on Monday, August 24, 2026,on the terms and conditions including remuneration as set out in the explanatory statement annexed to the notice convening this meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and as may be accepted to Mr. Ankit Agarwal, subject to the same not exceeding the limit specified under Schedule V to the Companies Act, 2013 or any statutory modifications or re-enactment thereof.

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

6. **TO APPROVE THE APPOINTMENT OF MS. SWETA AGARWAL (DIN: 11247147) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17(1C), 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company, Ms. Sweta Agarwal. (DIN: 11247147), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 24th August, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a member proposing her candidature for the office of Director, and who has submitted a declaration confirming that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations, and who is eligible for appointment and has consented to act as a Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from 24th August, 2026 up to 23rd August, 2031, notwithstanding that she may attain the age of superannuation at any time during her tenure as an Independent Director."

**"RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary, expedient or desirable to give effect to this resolution."

**7. TO APPROVE THE APPOINTMENT OF MS. NEHA YADAV (DIN: 11866493) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17(1C), 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company, Ms. NEHA YADAV (DIN: 11866493), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 24th August, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a member proposing her candidature for the office of Director, and who has submitted a declaration confirming that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations, and who is eligible for appointment and has consented to act as a Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from 24th August, 2026 up to 23rd August, 2031, notwithstanding that she may attain the age of superannuation at any time during her tenure as an Independent Director."

**"RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary, expedient or desirable to give effect to this resolution."

8. **TO APPROVE THE APPOINTMENT OF MS NIKITA RATERIA. (DIN:07754275) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR**

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17(1C), 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company, Ms NIKITA RATERIA(DIN: 07754275), who was appointed as an Additional Director (Independent) of the Company by the Board of Directors with effect from 24th August, 2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a member proposing her candidature for the office of Director, and who has submitted a declaration confirming that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR Regulations, and who is eligible for appointment and has consented to act as a Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from 24th August, 2026 up to 23rd August, 2031, notwithstanding that she may attain the age of superannuation at any time during her tenure as an Independent Director."

"**RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary, expedient or desirable to give effect to this resolution."

By Order of the Board
For **PANSARI DEVELOPERS LIMITED**

**Registered Office:**
14, N.S. Road, 4th Floor
Kolkata-700 001
Dated: 24.08.2026

**Sd/-**
**BIPASHA BANERJEE**
Company Secretary
(Mem. No. A11511)

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERALMEETING (HEREIN AFTER REFERRED TO AS 'THE MEETING') IS ENTITLEDTO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITEDAT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHTHOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

   *A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company and carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxy form and attendance slip is enclosed herewith.*

2. The Register of Members of the Company shall remain closed from 23rd September 2026 to till 25th September 2026(both days inclusive).

3. A route map giving directions to reach the venue of the 30thAnnual General Meeting is enclosed for the convenience of the Members.

4. The Notice of 30thAnnual General Meeting and the Annual Report 2025-26of the Company, circulated to the members of the Company, will be made available on the Company's website at www.pansaridevelopers.com.

5. Members holding shares in dematerialized mode are requested to intimate all changes with respect to their bank details, mandate, nomination, power of attorney, change of address, e-mail address, change in name etc. to their Depository Participant. These changes will be automatically reflected in the Company's records which will help the Company to provide efficient and better service to the members.

6. Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding Directors seeking appointment/re-appointment at the Meeting is provided as an annexure hereto.

7. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend on their behalf at the Meeting.

8. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 ("the Act") stating all material facts and the reasons for the proposals set out in Resolutions at Item Nos. 4 to 8 is annexed herewith.
9. The Business set out in the notice will be transacted through electronic voting system and the company is providing facility for voting by electronic means.Instructions and other information relating to e-voting are given in this notice under Note No. 18
10. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in the Notice or explanatory statement will be available electronically for inspection by the Members.

11. The Company has appointed Mr. Prakash Kumar Shaw, Practicing Company Secretary (Membership No. 32895 and CP No. 16239) as Scrutinizer for conducting the e-voting process in fair and transparent manner.Copy of the notice (Annual Report) has been placed on the website of the Company viz. www.pansaridevelopers.comand on website of Link In Time India Pvt. Ltd. The result of voting will be announced by the Chairman of the Meeting on or after the 30th Annual General Meeting to be held on

Wednesday, 30th September, 2026. The result of the voting will be communicated to the Stock Exchange and will be placed on the website of the Company at www.pansaridevelopers.com.

12. The voting period begins on 9:00 a.m. on Sunday, 27th September 2026 and ends at 5:00 p.m. on Tuesday, 29th September, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 25th September,2026 may cast their vote electronically. The e-voting module shall be disabled by Link Intime India Private Limited (LIIPL) for voting thereafter.

13. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least one week in advance so as to enable the management to keep the information ready.

14. Members attending the Annual General Meeting are requested to bring with them the following:
(a) DP & Client ID Numbers or Folio Numbers
(b) Attendance Slip and (c) Copy of the Annual Report and Notice, as no copies thereof would be distributed at the Meeting.

15. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.

16. Copies of Annual Report for 2025-26 are being sent to all the Members whose email Ids are registered with the Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2025-26is being sent in the permitted mode.

17. All the documents referred to in the accompanying Notice shall be open for inspection by the Members at the Registered Office of the Company on all working days between 10:00 A.M. to 1:00 P.M.

18. As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.The Company is offering remote e-voting facility as an alternate, to all the shareholders of the Company to cast their votes electronically on all resolutions set forth in the Notice here in for this purpose, Linkintime: InstaVote shall provide facility for Remote E-voting to enable the Shareholders to cast their votes electronically.

**Remote E-Voting Instructions For Shareholders**

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.**

**Login method for Individual shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode with NSDL

**METHOD 1 - NSDL OTP based login**

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - NSDL IDeAS facility**

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.comand click on "Beneficial Owner" icon under "IDeAS Login Section".
b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

**METHOD 3 - NSDL e-voting website**

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen& click on "Login".
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

**METHOD 1 - CDSL e-voting page**

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - CDSL Easi/ Easiest facility:**

Shareholders registered for Easi/ Easiest facility:

a) VisitURL:https://web.cdslindia.com/myeasitoken/Home/LoginorVisit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b) Enter existing username, Password & click on "Login".
c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime.Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

a) Login to DP website
b) After Successful login, user shall navigate through "e-voting" option.
c) Click on e-voting option, user will be redirected to NSDL/CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.**

Shareholders holding shares in physical mode/ Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in& click on **"Login"** under 'SHARE HOLDER' tab.
b) Enter details as under:
   1. User ID: Enter User ID
   2. Password: Enter existing Password
   3. Enter Image Verification (CAPTCHA) Code
   4. Click "Submit".
   (Home page of e-voting willopen. Follow the process given under "Steps to cast vote for Resolutions")

| InstaVote USER ID | |
|---|---|
| NSDL | User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678). |
| CDSL | User ID is 16 Digit Beneficiary ID. |
| Shares held in physical form | User ID is Event No + Folio no. registered with the Company |

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in& click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:
   1. User ID: Enter User ID
   2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
   3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
   4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
      - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
      - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
      - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
   5. Set the password of your choice.
   (The password should contain minimum 8 characters, at least one special Character(!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
   6. Enter Image Verification (CAPTCHA) Code.
   7. Click "Submit" (You have now registered on InstaVote).
   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab& follow steps given above in points (a-b).

| InstaVote USER ID | |
|---|---|
| NSDL | User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678). |
| CDSL | User ID is 16 Digit Beneficiary ID. |
| Shares held in physical form | User ID is Event No + Folio no. registered with the Company |

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
B. Select 'View' icon.E-voting page will appear.
C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**NOTE**: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote."Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

**Non-Individual Body corporate shareholders**shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

**Guidelines for Institutional shareholders ("Custodian / Corporate Body/Mutual Fund")**

**STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

A. Visit URL: https://instavote.linkintime.co.in
B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

**STEP 2 – Investor Mapping**

A. Visit URL: https://instavote.linkintime.co.inand login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu section
C. Map the Investor with the following details:

   1) 'Investor ID' –Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
   2) 'Investor's Name - Enter Investor's Name as updated with DP.
   3) 'Investor PAN' - Enter your 10-digit PAN.
   4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

      NOTE: File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

   Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button.(The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity).The same can be viewed under the "Report section".

**STEP 3 – Steps to cast vote for Resolutions through InstaVote**

The corporate shareholder can vote by two methods, during the remote e-voting period.

**METHOD 1 - VOTES ENTRY**

a) Visit URL: https://instavote.linkintime.co.inand login with InstaVote Login credentials.
b) Click on "Votes Entry" tab under the Menu section.
c) Enter the "Event No." for which you want to cast vote.
   Event No. can be viewed on the home page of InstaVote under "On-going Events".
d) Enter "16-digit Demat Account No.".
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**METHOD 2 - VOTES UPLOAD**

a) Visit URL: https://instavote.linkintime.co.inand login with InstaVote Login credentials.
b) After successful login, you will see "Notification for e-voting".
c) Select "View" icon for "Company's Name / Event number".
d) E-voting page will appear.
e) Download sample vote file from "Download Sample Vote File" tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.
   (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE:**Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

**HELPDESK:**

**Shareholders holding securities in physical mode / Non-Individual Shareholder holdingsecurities in demat mode:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.comor contact on: - Tel: 022 – 4918 6000.

**Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

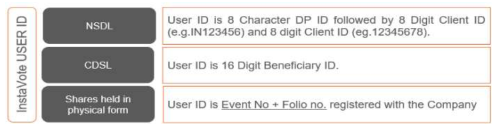
| **Login type** | **Helpdesk details** |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000 |

| | |
|---|---|
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending request athelpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |

**Forgot Password:**

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holdingsecurities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on:https://instavote.linkintime.co.in




- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

*In case shareholders have a valid email address, Password will be sent to his / her registerede-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOIetc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.*

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL hasforgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

**General Instructions - Shareholders**

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

The Company is offering remote e-voting facility as an alternate, to all the shareholders of the Company to cast their votes electronically on all resolutions set forth in the Notice here in for this purpose, Linkintime: InstaVote shall provide facility for Remote E-voting to enable the Shareholders to cast their votes electronically. Remote E-voting is optional.

By Order of the Board
For **PANSARI DEVELOPERS LIMITED**

**Registered Office:**
14, N.S. Road, 4th Floor
Kolkata-700 001

Sd/-
**BIPASHA BANERJEE**
Company Secretary
(Mem. No. A11511)

Dated: 24.08.2026

**THE EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**Item No.: 4**

Mr. Mahesh Kumar Agarwal was re appointed as a Managing Director in Annual General Meeting of the Company held on 27th September, 2023 for a period of 3 years effective from 1st November, 2023 to 30th October, 2026. Mr. Mahesh Kumar Agarwal is a Promoter-Director of the Company and associated as the Director since 20th January, 2003. In his able leadership the performance of the Company has been satisfactory. The present terms of appointment of Mr. Mahesh Kumar Agarwalas a Managing Director is expiring on 30th October, 2026 and it would be appropriate to re-appoint him for for a further period of 5 years effective from 31stOctober , 2026.

The Board of Director of the Company at its meeting held on 24th August, 2026 and on the recommendation of the Nomination and Remuneration Committee meeting held on even date, re-appoint Mr. Mahesh Kumar Agarwal as Chairman cum Managing Director of the Company subject to the approval of members/shareholders of the Company at the ensuing 30thAnnual General Meeting to be held on Wednesday, 30th day of September, 2026 by way of a Special Resolution for a period of five(5) years from October 31, 2026 to October 30, 2031 at the remuneration, in accordance with norms laid down in Schedule V and other applicable provisions of Companies act, 2013 and rules made thereunder.

The information in respect of terms of remuneration & perquisites is given below:

**Remuneration, benefits and perquisites:**

**I.Salary:** Rs. 50,00,000/- (Rupees Fifty Lac ) per annum with an annual increament subject to a maximum of Rs. 25,00,000/- per annum. Salary will be subject to the deduction of Income tax at the applicable rates, under the Income Tax Act, 1961.

**II.Perquisites:**

**a)Housing:**

(i)Expenditure incurred by the Company on hiring accommodation for the Chairman and Managing Director will be subject to 20% of the salary.

(ii)If the Company does not provide accommodation to the Chairman and Managing Director, house rent allowance will be paid by the Company to the Chairman and Managing Director subject to the ceiling mentioned hereinabove.

(iii)If accommodation in the Company's owned house is provided, the Chairman and Managing Director shall pay to the Company by way of rent i.e. 10% of the salary.

(iv)The expenditure incurred by the Company on gas, electricity, water and furnishings provided to him will be valued as per Income Tax Rules, 1962, subject to a ceiling of 10% of the salary.

**b) Medical Reimbursement:**

Reimbursement of medical expenses actually incurred for self and family, subject to the ceiling of one month's salary in a year with a right to carry forward.

**c)Leave and Leave Travel Concession:**

Leave Travel Concession for self and family, subject to the ceiling of one month's salary.

Earned privilege leaves on full pay and allowance as per the rules of the Company subject to the condition that leave accumulated but not availed of shall not be allowed to be encashed.

**d)Club Fees:**

He shall be entitled to the reimbursement of fees of any two clubs in India. This will not include admission and life membership fee.

**e)Personal Accident Insurance:**

The Company shall pay an annual premium of a sum not exceeding Rs. 50,000/- towards personal accident insurance policy of Mr. Mahesh Kumar Agarwal.

**f)Car & Telephone:**

(i)Free use of the Company'scar for the Company's business.

(ii)Personal long distance call on telephone and use of car for private purpose shall be billed by the Company to the Chairman and Managing Director.

**III.Sitting Fees:**

He shall not be paid sitting fees for attending the meetings of the Board of Directors of the Company.

**IV. Limits on Remuneration**: The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013.

**V. Minimum Remuneration**: In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Mahesh Kumar Agarwal shall be in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time.

Mr. Mahesh Kumar Agarwal is liable to retire by rotation during his tenure as Managing Director.

Mr. Mahesh Kumar Agarwal is uncle of Mr. Ankit Agarwal, Whole Time Director of the Company. Hence, he is covered under the provisions of Section 188 of the Companies Act, 2013 and rules made thereunder.

Except Mr. Mahesh Kumar Agarwal, being an appointee, Mr. Ankit Agarwal, Whole Tiime Director, Ms. Shreya Agarawal, Director and Mrs. Kavita Agarwal, CFO, being his relative, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4. This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

Mr. Mahesh Kumar Agarwal is holding 6,36,000 Equity shares consisting 3.65% of the paid up capital of the Company. This explanation, together with the accompanied notice is and should be treated as an abstract under Section 189 and 190 of the Companies Act, 2013 and rules made there under, in respect of the re-appointment of Shri Mahesh Agarwal, as the Managing Director.

The resolution seeks approval of members as an Special Resolution for the re-appointment of Mr. Mahesh Kumar Agarwal as the Chairman cum Managing Director of the Company with effect from October 31, 2026, to October 30, 2031, pursuant to the provisions of Section 117, 196 and 197 and 203 read with Schedule V other applicable provision of the Companies Act, 2013 and the rules made there under.

**Item No. 5**

Mr. Ankit Agarwal is associated with the Company since 6th June, 2016, His Guidance has been valuable in Company. He holds a Bachelor degree in Commerce and M.Sc. in Innovation and Entrepreneurship.

The present terms of appointment of Mr. Ankit Agarwal as a Whole Time Director is expiring on October 30, 2026 and it would be appropriate to re-appoint him as a Whole Time Director of the Company for a further period of five years with effect from October 31, 2026 to October 30, 2031. The Board of Director of the Company at its meeting held on 24th August 2026 on the recommendation of the Nomination and Remuneration Committee at its meeting held on even date, re-appoint Mr. Ankit Agarwal as Whole Time Director of the Company subject to the approval of members/ shareholders of the Company at the ensuing 30thAnnual General Meeting to be held on Wednesday, 30th day of September, 2026 by way of a Special Resolution, at the remuneration, in accordance with norms laid down in section 117,196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under Schedule V of Companies act, 2013.

The information in respect of terms of remuneration & perquisites is given below:

**Remuneration, benefits and perquisites:**

**I.Salary:** Rs. 25,00,000/- (Rupees Twenty Five Lac) per annum with an annual increament subject to a maximum of Rs. 25,00,000/- per annum. Salary will be subject to the deduction of Income tax at the applicable rates, under the Income Tax Act, 1961.

**II.Perquisites:**

**a)Housing:**

(i)Expenditure incurred by the Company on hiring accommodation for the Whole Time Director will be subject to 20% of the salary.

(ii)If the Company does not provide accommodation to the Whole Time Director, house rent allowance will be paid by the Company to the him subject to the ceiling mentioned hereinabove.

(iii)If accommodation in the Company's owned house is provided, the Whole Time Director shall pay to the Company by way of rent i.e. 10% of the salary.

(iv)The expenditure incurred by the Company on gas, electricity, water and furnishings provided to him will be valued as per Income Tax Rules, 1962, subject to a ceiling of 10% of the salary.

**b)Medical Reimbursement:**

Reimbursement of medical expenses actually incurred for self and family, subject to the ceiling of one month‘s salary in a year with a right to carry forward.

**c)Leave and Leave Travel Concession:**

Leave Travel Concession for self and family, subject to the ceiling of one month‘s salary.

Earned privilege leaves on full pay and allowance as per the rules of the Company subject to the condition that leave accumulated but not availed of shall not be allowed to be encashed.

**d)Club Fees:**

He shall be entitled to the reimbursement of fees of any two clubs in India. This will not include admission and life membership fee.

**e)Personal Accident Insurance:**

The Company shall pay an annual premium of a sum not exceeding Rs. 50,000/- towards personal accident insurance policy of Ankit Agarwal.

**f)Car & Telephone:**

(i)Free use of the Company'scar for the Company's business.

(ii)Personal long distance call on telephone and use of car for private purpose shall be billed by the Company to theWhole time director.

**III.Sitting Fees:**

He shall not be paid sitting fees for attending the meetings of the Board of Directors of the Company.

**IV. Limits on Remuneration:** The remuneration as specified in clauses above shall be subject to the overall limits as specified under Sections 196, 197 and other applicable provisions read with Schedule V of the Companies Act, 2013.

**V. Minimum Remuneration:** In the event of the Company incurring a loss or having inadequate profits in any financial year, the remuneration, perquisites, benefits, allowances and amenities payable to Mr. Ankit Agarwal shall be in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 as amended from time to time.

Mr. Ankit Agarwal is liable to retire by rotation during his tenure as Whole Time Director.

Mr. Ankit Agarwal is nephew of Mr. Mahesh Kumar Agarwal who is the Chairman cum Managing Director of the Company. Hence, he is covered under the provisions of Section 188 of the Companies Act, 2013 and rules made thereunder.

Except Mr. Ankit Agarwal, being an appointee, Mr. Mahesh Kumar Agarwal, Chairman cum Managing Director, Ms. Shreya Agarwal, Director and Mrs. Kavita Agarwal, CFO, being his relative, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.5. This Explanatory Statement may also be regarded as a disclosure under SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.

Mr. Ankit Agarwal is holding 630200 Equity shares consisting 3.61% of the paid up capital of the Company.

This explanation, together with the accompanied notice is and should be treated as an abstract under Section 189 and 190 of the Companies Act, 2013 and rules made there under, in respect of the re-appointment of Mr. Ankit Agarwal, as the Whole Time Director.

The resolution for seeks approval of members as an Special Resolution for the re-appointment of Mr. Ankit Agarwal as Whole Time Director of the Company with effect from October 31, 2026 to October 30, 2031 pursuant to the provisions of Section 196 and 197 read with Schedule V other applicable provision of the Companies Act, 2013 and the rules.

**Item No. 06**

[Pursuant to Section 102 of the Companies Act, 2013]

The Board of Directors, at its meeting held on 24th August, 2026, based on the recommendation of the Nomination and Remuneration Committee made at its meeting held earlier the same day, approved the appointment of Ms. Sweta Agarwal as an Additional Director (Independent) of the Company, and recommends her appointment as an Independent Director for a term of five (5) consecutive years, subject to the approval of the members at this Annual General Meeting.

Ms. Sweta Agarwal is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

In the opinion of the Board, Ms. Sweta Agarwal fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder for appointment as an Independent Director and is independent of the management of the Company. Copies of the relevant documents, letter of appointment and the terms and conditions of appointment are available for inspection by the members at the Registered Office of the Company during business hours on any working day and are also available on the Company's website at https://www.pansaridevelopers.com/

Brief profile of Ms. Sweta Agarwal including nature of expertise, other directorships and Committee memberships, is annexed to this Notice as required under Regulation 36(3) of the SEBI LODR Regulations, 2015 and Secretarial Standard-2.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Ms. Sweta Agarwal herself, is concerned or interested, financially or otherwise, in this resolution.

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

**Details of Director seeking appointment at the Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI LODR Regulations, 2015 and Secretarial Standard-2 on General Meetings]**

| | |
|---|---|
| **Name of Director** | SWETA AGARWAL |
| **DIN** | 11247147 |
| **Date of Birth / Age** | 25-01-1991 |
| **Nationality** | Indian |
| **Date of first appointment on the Board** | 24.08.2026 |
| **Qualifications** | Company Secretary (ICSI)<br>□ B.Com (Hons.)<br>□ Diploma in Finance & Accounts<br>□ MSOP, EDP & SIP Certified |
| **Brief profile / Experience and expertise in specific functional areas** | Qualified Company Secretary with core areas of expertise in corporate governance, board advisory, corporate restructuring and secretarial due diligence with vast experience related to Companies Act 2013 and Limited liability partnership Act 2008. |
| **Terms and conditions of appointment / re-appointment** | Appointment as Independent Director, not liable to retire by rotation, for a term of five (5) consecutive years w.e.f. 24.08.2026 to 23.08.2031, as per the letter |

| | |
|---|---|
| | of appointment placed on the Company's website at https://www.pansaridevelopers.com/ |
| **Remuneration last drawn (including sitting fees, if any)** | Not applicable |
| **Remuneration proposed to be paid** | Sitting fees for attending Board/Committee meetings and profit-related commission, if any, within the limits prescribed under the Companies Act, 2013 |
| **Shareholding in the Company (as on 24.08.2026)** | Nil |
| **Relationship with other Directors / Key Managerial Personnel of the Company** | Not related to any other Director or Key Managerial Personnel of the Company |
| **Number of Board meetings attended during the year** | Not applicable (being a new appointee) |
| **Other directorships (as on 24.08.2026)** | (i) PN Memorial Neuro Centre & Research Institute Limited : Director<br>(ii) Unlit Logistics Private Limited : Additional Director<br>(iii) Captain Properties Private Limited : Director<br>(iv) Captain Industries India Private Limited : Director<br>(v) Ushita Trading & Agencies Ltd : Additional Director<br>(vi) Octal Credit Capital Ltd. : Additional Director |
| **Membership/Chairmanship of Committees of other public companies** | NIL |

| | |
|---|---|
| **(as on 24.08.2026)** | |

**Item No. 07**

[Pursuant to Section 102 of the Companies Act, 2013]

The Board of Directors, at its meeting held on 24th August, 2026, based on the recommendation of the Nomination and Remuneration Committee made at its meeting held earlier the same day, approved the appointment of Ms. Neha Yadav as an Additional Director (Independent) of the Company, and recommends her appointment as an Independent Director for a term of five (5) consecutive years, subject to the approval of the members at this Annual General Meeting.

Ms. Neha Yadav is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

In the opinion of the Board, Ms. Neha Yadav fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder for appointment as an Independent Director and is independent of the management of the Company. Copies of the relevant documents, letter of appointment and the terms and conditions of appointment are available for inspection by the members at the Registered Office of the Company during business hours on any working day and are also available on the Company's website at https://www.pansaridevelopers.com/

Brief profile of Ms. Neha Yadav, including nature of expertise, other directorships and Committee memberships, is annexed to this Notice as required under Regulation 36(3) of the SEBI LODR Regulations, 2015 and Secretarial Standard-2.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Ms Neha Yadav herself, is concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the members.

**Details of Director seeking appointment at the Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI LODR Regulations, 2015 and Secretarial Standard-2 on General Meetings]**

| | |
|---|---|
| **Name of Director** | Neha Yadav |
| **DIN** | 11866493 |
| **Date of Birth / Age** | 20-08-1991 |
| **Nationality** | Indian |
| **Date of first appointment on the Board** | 24.08.2026 |
| **Qualifications** | B.com(AccountancyHons),ACS |
| **Brief profile / Experience and expertise in specific functional areas** | Qualified Company Secretary with 10 yrs of experience in corporate governance, corporate laws ,FEMA and foreign investment compliances and secretarial practice |
| **Terms and conditions of appointment / re-appointment** | Appointment as Independent Director, not liable to retire by rotation, for a term of five (5) consecutive years w.e.f. 24.08.2026 to 23.08.2031, as per the letter of appointment placed on the Company's website at https://www.pansaridevelopers.com/ |
| **Remuneration last drawn (including sitting fees, if any)** | Not applicable |
| **Remuneration proposed to be paid** | Sitting fees for attending Board/Committee meetings and profit-related commission, if any, within the limits |

| | |
|---|---|
| | prescribed under the Companies Act, 2013 |
| **Shareholding in the Company (as on 24.08.2026)** | Nil |
| **Relationship with other Directors / Key Managerial Personnel of the Company** | Not related to any other Director or Key Managerial Personnel of the Company |
| **Number of Board meetings attended during the year** | Not applicable (being a new appointee) |
| **Other directorships (as on 24.08.2026)** | NIL |
| **Membership/Chairmanship of Committees of other public companies (as on 24.08.2026)** | NIL |

**Item No. 08**
[Pursuant to Section 102 of the Companies Act, 2013]

The Board of Directors, at its meeting held on 24th August, 2026, based on the recommendation of the Nomination and Remuneration Committee made at its meeting held earlier the same day, approved the appointment of Ms. Nikita Rateriaas an Additional Director (Independent) of the Company, and recommends her appointment as an Independent Director for a term of five (5) consecutive years, subject to the approval of the members at this Annual General Meeting.

Ms. Nikita Rateria is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

In the opinion of the Board, Ms. Nikita Rateria fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder for appointment as an Independent Director and is independent of the management of the Company. Copies of the relevant documents, letter of appointment and the terms and conditions of appointment are available for inspection by the members at the Registered Office of the Company during business hours on any working day and are also available on the Company's website at https://www.pansaridevelopers.com/

Brief profile of Ms Nikita Rateria , including nature of expertise, other directorships and Committee memberships, is annexed to this Notice as required under Regulation 36(3) of the SEBI LODR Regulations, 2015 and Secretarial Standard-2.

None of the Directors, Key Managerial Personnel of the Company or their relatives, except Ms. Nikita Rateria herself, is concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the members.

**Details of Director seeking appointment at the Annual General Meeting [Pursuant to Regulation 36(3) of the SEBI LODR Regulations, 2015 and Secretarial Standard-2 on General Meetings]**

| | |
|---|---|
| **Name of Director** | Nikita Rateria |
| **DIN** | 07754275 |
| **Date of Birth / Age** | 12-10-1989 |
| **Nationality** | Indian |
| **Date of first appointment on the Board** | 24.08.2026 |
| **Qualifications** | ACS |
| **Brief profile / Experience and expertise in specific functional areas** | Qualified Company Secretary with vast experience in Corporate Governance and Statutory Compliances |
| **Terms and conditions of appointment / re-appointment** | Appointment as Independent Director, not liable to retire by rotation, for a term of five (5) consecutive |

| | |
|---|---|
| | years w.e.f. 24.08.2026 to 23.08.2031, as per the letter of appointment placed on the Company's website at https://www.pansaridevelopers.com/ |
| **Remuneration last drawn (including sitting fees, if any)** | Not applicable |
| **Remuneration proposed to be paid** | Sitting fees for attending Board/Committee meetings and profit-related commission, if any, within the limits prescribed under the Companies Act, 2013 |
| **Shareholding in the Company (as on 24.08.2026)** | Nil |
| **Relationship with other Directors / Key Managerial Personnel of the Company** | Not related to any other Director or Key Managerial Personnel of the Company |
| **Number of Board meetings attended during the year** | Not applicable (being a new appointee) |
| **Other directorships (as on 24.08.2026)** | Raft Motors Ltd<br>Wellness Packaging Private Limited |
| **Membership/Chairmanship of Committees of other public companies (as on 24.08.2026)** | Nil |

**Annexure**

Pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard-2, the details of Directors proposed to be appointed / reappointed are given below:

**1.MR. MAHESH KUMAR AGARWAL**

| Sr. | Particulars | |
|---|---|---|
| 1 | Name | MAHESH KUMAR AGARWAL |
| 2 | Category/ Designation | Promoter/ Managing Director |
| 3 | Director Identification Number (DIN) | 00480731 |
| 4 | Age in years | 56 Years |
| 5 | Date of Birth | 04.12.1970 |
| 6 | Original Date of Appointment | 20.01.2003 |
| 7 | Qualifications | Bachelor degree in Commerce |
| 8 | Name of listed entities from which the person has resigned in the past 3 years | NA |
| 9 | Directorship in other companies as on 31.03.2026 | 1. Utsav Vinimay Private Limited<br>2. Godbalaji Tradelink Pvt Ltd<br>3. Metro City Vanijya Pvt Ltd<br>4. Smooth Vincom Pvt Ltd<br>5. Jabba Infrabuilders Private Limited<br>6. New Tech Conclave Private Limited<br>7. Balaji Highrise Pvt Ltd<br>8. PansariOrganochem Private Limited<br>9. Abhiyan Commercial Private Limited<br>10. Purti Hotels and Resorts Private Limited<br>11. Ongoing Merchants Private Limited |
| 10 | Chairmanship/ Membership of Committees in other Companies | NA |
| 11 | Number of Equity Shares held in the Company | 6,36,000 |
| 12 | Number of Equity Shares held in the Company for any other person on a beneficial basis | NA |
| 13 | Relationship between Directors inter-se; with other Directors and Key Managerial Personnel of the Company | Relative of Non- Executive Director andWhole time Director |
| 14 | Terms and conditions of appointment | 5 years |
| 15 | Remuneration last drawn (FY 2025-26), if applicable | 50 Lacs |
| 16 | Remuneration proposed to be paid | 50 Lacs |
| 17 | Number of Meetings of the Board attended during the Year 2025-26 | 7 |
| 18 | Justification for choosing the appointee for appointment as Director | He has worked relentlessly to ensure that the group reaches its present height. He is a prominent name in the real estate world and effective member of CREDAI and spearheading the Company towards |
| 19 | Skills and capabilities required for the role and the manner in which the proposed person meets such requirements | |

| | | |
|---|---|---|
| 20 | Brief Resume | growthand innovation. He is an inspiration for future real estate leaders. |
| 21 | Nature of expertise in specific functional areas | |

**2.ANKIT AGARWAL**

| Sr. | Particulars | |
|---|---|---|
| 1 | Name | ANKIT AGARWAL |
| 2 | Category/ Designation | Promoter/Whole Time Director |
| 3 | Director Identification Number (DIN) | 02804577 |
| 4 | Age in years | 34 Years |
| 5 | Date of Birth | 31.08.1991 |
| 6 | Original Date of Appointment | 06.06.2016 |
| 7 | Qualifications | Bachelor degree in Commerce and M.Sc. in Innovation and Entrepreneurship. |
| 8 | Name of listed entities from which the person has resigned in the past 3 years | NA |
| 9 | Directorship in other companies as on 31.03.2026 | 1. Mintoo Garments Pvt Ltd<br>2. KS Mobiles & More Private Limited<br>3. Shrey Township Private Limited Sreyash Brewski Limited<br>4. Devansh Township Private Limited<br>5. Lilkis Industries Private Limited<br>6. Single Point Tradelink Private Limited<br>7. NorfioxVincom Pvt Ltd<br>8. Tulip Sales Private Limited<br>9. Panchshree Enclave Private Limited |
| 10 | Chairmanship/ Membership of Committees in other Companies | NA |
| 11 | Number of Equity Shares held in the Company | 6,30,200 |
| 12 | Number of Equity Shares held in the Company for any other person on a beneficial basis | NA |
| 13 | Relationship between Directors inter-se; with other Directors and Key Managerial Personnel pf the Company | Relative of Managing Director. |
| 14 | Terms and conditions of appointment | 5 years |
| 15 | Remuneration last drawn (FY 2025-26), if applicable | NIL |
| 16 | Remuneration proposed to be paid | 25 Lacs |
| 17 | Number of Meetings of the Board attended during the Year 2025-26 | Seven (7) |
| 18 | Justification for choosing the appointee for appointment as Director | An young and enterprising leader in the field of Real Estate who has worked relentlessly to help the Managing Director so that the Company can earn market's trust in the field of hospitality, retail and residential real estate. |
| 19 | Skills and capabilities required for the role and the manner in which the proposed person meets such requirements | |
| 20 | Brief Resume | |
| 21 | Nature of expertise in specific functional areas | |