

VISAMAN GLOBAL SALES LIMITED

CIN: L24311GJ2019PLC108862



Regd. Office: C/O., Jain Traders, 8, Sorathiwadi Near Narmada, 80 Feet Road, Rajkot-360002, Gujarat, India

Email id: visamansales@gmail.com | Phone No. 9023730627 | Website: visamanglobalsales.com

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai- 400 051,
Maharashtra, INDIA

Date: 02/09/2025

Scrip Code: VISAMAN ISIN: INE0BHK01012

Dear Sir/Madam,

Subject: Intimation regarding Notice of 6th Annual General Meeting

1. With reference to the captioned subject, we hereby intimate that 6th Annual General Meeting scheduled to be held on **26th September, 2025** on Friday at 11:00 A.M. at the Registered office of the Company situated at **C/O., Jain Traders, 8, Sorathiwadi Near Narmada, 80 Feet Road, Rajkot-360002, Gujarat, India.**
2. Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we have enclosed herewith the Notice of 6th Annual General Meeting along with Annual Report for financial 2024-2025 which is sent through electronic mode to the Members, who have registered their e-mail addresses with the Company/Depositories. For the members who have not registered email id, a letter providing the web-link, including the exact path, where the Annual Report and the Notice of the AGM for the financial year 2024-25 is available is being sent to those members whose e-mail address is not registered with the Company/ M/s. MUFG Intime India Private Limited, Company's Registrar and Transfer Agent/Depository Participant(s)/ Depositories.
3. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company is also offering e-Voting facility for its Members to enable them to cast their votes electronically. The Company has engaged the services of Central Securities Depository Limited ("CSDL") as the agency to provide remote e-voting facility.

The Notice is also being placed on the website of the Company at visamanglobalsales.com.

We request you to kindly take the above information on record.

Thanking you.

**Yours faithfully,
For, Visaman Global Sales Limited**

Mitulkumar Sureshchandra Vasa
Managing Director
(DIN: 07789750)

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NOTICE OF THE SIXTH (6th) ANNUAL GENERAL MEETING

Dear Member(s),

NOTICE is hereby given that the Sixth (6th) Annual General Meeting ('AGM') of **VISAMAN GLOBAL SALES LIMITED** ('Company') will be held on Friday, September 26, 2025 at 11.00 A.M. (IST) at Registered office of the Company situated at C/O., Jain Traders, 8, Sorathiwadi Near Narmada, 80 Feet Road, Rajkot-360002, Gujarat, India to transact the following business:

[A] ORDINARY BUSINESS

Item No. 1 To consider and adopt the Audited Standalone Financial Statements for the financial year ended March 31, 2025 and the reports of the Board of Directors ("the Board") and auditors thereon. To consider and, if thought fit, to pass with or without modification the following as an Ordinary Resolution.

"**RESOLVED THAT** the audited financial statement of the Company for the financial year ended on March 31, 2025 together with the report of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered, approved and adopted."

Item No. 2 To appoint a director in place of Mr. Brijesh Narendrabhai Kular (DIN: 09648254), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, has offered himself for re-appointment. To consider and, if thought fit, to pass with or without modification the following as an Ordinary Resolution.

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Brijesh Narendrabhai Kular (DIN: 09648254), who retires by rotation at this meeting and being eligible offer himself for re-appointment, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of Directors by rotation."

[B] SPECIAL BUSINESS

Item No. 3 Re-appointment of Mr. Mitulkumar Sureshchandra Vasa (DIN: 07789750) as Managing Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198 and 203 read with Schedule V, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and all other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee, the re-appointment made by the Board of Directors of the Company of Mr. Mitulkumar Sureshchandra Vasa (DIN: 07789750), as Managing director of the company for a period of 5 (Five) years from 30th December, 2025 to 29th December, 2030, liable to retire by rotation and at a remuneration inclusive of all salary, perquisites, incentives, commission and allowances, which together shall not, in any financial year, exceed Rs. 60,00,000 p.a. (i.e. approximate Rs. 5,00,000 per month) and may be paid monthly or annually w.e.f the date of re-appointment for a period of 3 years, be and is hereby approved and ratified by the Members of the Company with full liberty to the Board of Directors of the Company to revise/alter/modify/amend/change the terms and condition from time to time in accordance with the statutory limits/approvals as may be applicable."

Terms of Appointment: Appointed for a term of five (5) years w.e.f 30th December, 2025 to 29th December, 2030 and liable to retire by rotation.

Remuneration: Remuneration, inclusive of all salary, perquisites, incentives, commission and allowances, which together shall not, in any financial year, exceed Rs. 60,00,000/- p.a (i.e. approximate Rs. 5,00,000/- per month) and may be paid monthly or annually w.e.f from the date of re-appointment for a period of 3 years and as may be decided by the Board from time to time so long as the alterations are in conformity with the provisions of Section 196, 197 and Schedule V to the Companies Act, 2013."

"RESOLVED FURTHER THAT in terms of Section 190 of the Companies Act, 2013, no formal contract of service with Mr. Mitulkumar Sureshchandra Vasa (DIN: 07789750), will be executed and this resolution along with its explanatory statement for the purpose of remuneration and resolution passed shall be considered as Memorandum setting out terms and conditions of appointment including remuneration."

"RESOLVED FURTHER THAT where in any financial year, during the tenure of the said Managing Director, the company has no profits or profits are inadequate, the aforesaid approved remuneration or remuneration as may be approved by the board of directors of the company from time to time shall be paid and considered as minimum remuneration which shall be within the limit of Schedule V and other applicable provisions of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 4 Reappointment of Mr. Bharat Maganlal Thumar (DIN: 08957139) as an Independent director for a second term of five consecutive years

To consider and if thought fit, to pass with or without modification the following resolution as a special resolution:

"RESOLVED THAT pursuant to the provisions of Section 149,150, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Articles of Association of the Company, Mr. Bharat Maganlal Thumar (DIN: 08957139), Independent Director of the Company who holds office as an independent director up to an Annual General Meeting of the Company to be held in the year 2025 and who has submitted a declaration that he meets the criteria for Independence as provided in the Act and Listing Regulations and who is eligible for re-appointment and pursuant to the recommendation of the Nomination and Remuneration Committee and of the Board, based on his evaluation of performance, be and is hereby reappointed as an independent director, not liable to retire by rotation, for a second term of 5 (five) years with effect from, September 26, 2025."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to Company Secretary, any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 5 Reappointment of Mr. Paras Fulabhai Shingala (DIN: 03518750) as an Independent director for a second term of five consecutive years

To consider and if thought fit, to pass with or without modification the following resolution as a special resolution:

"RESOLVED THAT pursuant to the provisions of Section 149,150, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Articles of Association of the Company, Mr. Paras Fulabhai Shingala (DIN: 03518750), Independent Director of the Company who holds office as an independent director up to an Annual General Meeting of the Company to be held in the year 2025 and who has submitted a declaration that he meets the criteria for Independence as provided in the Act and Listing Regulations and who is eligible for re-appointment and pursuant to the recommendation of the Nomination and Remuneration Committee and of the Board, based on his evaluation of performance, be and is hereby reappointed as an independent director, not liable to retire by rotation, for a second term of 5 (five) years with effect from, September 26, 2025."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to Company Secretary, any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Item No. 6 To approve Related Party Transactions to be entered by the Company with related parties

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to Regulation 23(4) and other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with relevant circulars issued by the Securities and Exchange Board of India from time to time, Company's Policy on Related Party Transactions and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed/to be passed at their respective meetings, consent of the Members of the Company be and is hereby accorded to the Audit Committee and Board of Directors of the Company, to approve all the material related party transactions (including any modifications, alterations or amendments thereto) to be entered into by the Company in the ordinary course of business and on arm's length basis with related party/ies and for the maximum amounts per annum, for the year 2025-26 as mentioned herein below:

Sr. No.	Name of Related Party	Name of Directors who are Related	Nature of Relationship	Nature of Transactions	Amount (In Rs. In crores)
1	Visaman Infra Projects Private Limited – Group Company	(1) Mr. Mitulkumar Sureshchandra Vasa, Chairman & Managing Director (DIN: 07789750) (2) Mr. Brijesh Narendrabhai Kular, Whole-time Director & CFO (DIN: 09648254) (3) Mrs. Avni Mitulbhai Vasa, Director (DIN: 08494957)	Common Director	Sales/ Purchase/ Commission/	200.00
2	Visaman Steel Pipe Private Limited (Earlier known as Visaman Sales Private Limited) – Group Company	Mr. Mitulkumar Sureshchandra Vasa, Chairman & Managing Director (DIN: 07789750)	Common Director	Sales/ Purchase/ Commission/	150.00
3	VSG Mart Limited – Group Company	(1) Mr. Mitulkumar Sureshchandra Vasa, Chairman & Managing Director (DIN: 07789750) (2) Mr. Brijesh Narendrabhai Kular, Whole-time Director & CFO (DIN: 09648254)	Common Director	Sales/ Purchase/ Commission/	100.00

"RESOLVED FURTHER THAT the Board of Directors and / or Audit Committee thereof be and is hereby authorized to settle any question, difficulty or doubt that may arise with regard to giving effect to the above resolution and to do all acts, deeds, things as may in its absolute discretion deem necessary, proper, desirable and to finalize any documents and writings related thereto."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Place: Rajkot

Date: 11th August, 2025

For and on behalf of

VISAMAN GLOBAL SALES LIMITED

S/d

Mitulkumar Sureshchandra Vasa
Chairman and Managing Director
DIN: 07789750



NOTES:

1. A member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and, on a poll, to vote instead of himself/herself and such proxy need not be a member of the company. 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 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.
2. Proxy in order to be valid, must be signed, dated, properly stamped and deposited either in person or through the post so as to reach the company at its registered office at least 48 hours before the meeting.
3. The relevant Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 setting out material facts in respect of the special business under item no.03 to 06 is annexed hereto. Further relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this AGM are also annexed.
4. The Notice of AGM along with Annual Report for 2024-25 is being sent by electronic mode to all the Members, whose names appeared in the Register of Members as on 29th August, 2025. If all email id of members is not registered Further, a letter providing the web-link, including the exact path, where the 06th Annual Report and the Notice of the AGM for the financial year 2024-25 is available is also being sent to those members whose e-mail address is not registered with the Company/ MUFG Intime India Private Limited (Previously known as Link Intime India Private Limited) Company's Registrar and Transfer Agent/Depository Participant(s)/ Depositories The Notice of the Meeting is also displayed/posted on the websites of the Company visamanglobalssales.com and that of Central Depository Services (India) Limited ("CDSL") www.evotingindia.com and will also be available at the website of NSE at <https://www.nseindia.com/> where the shares of the Company are listed and will also be hosted on the website of the Company <https://visamanglobalsales.com>.
5. The Statutory Registers, as maintained under the provisions of the Companies Act, 2013, and other relevant documents referred to in the Notice will be available for inspection at the Registered Office of the Company on all working days between 10:00 A.M. to 12:00 Noon from the date hereof up to the date of the Annual General Meeting and also available during the Annual General Meeting.
6. Corporate Members intending to appoint 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 and vote on their behalf at the Meeting.
7. In case of joint holders attending the meeting, 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.

8. To ensure correct identity each member and proxy holders attending meeting is expected to bring with him/her an appropriate ID document like Driving License, Passport, Voters card, etc.
9. Members attending the meeting are requested to bring with them the Attendance Slip attached to the Notice duly filled in and signed and handover the same at the entrance of place of the meeting. Proxy/representative of a member should mark on the Attendance Slip as "Proxy" or "Representative" as the case may be. Further, Shareholders are requested to bring their copies of Annual Report at the meeting
10. SEBI has mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their concerned Depository Participants.
11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their depository participants ("DPs")
12. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before September 15, 2025 through email on cs@visamansales.com the same will be replied by the Company suitably.
13. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide Members the facility to exercise their right to vote by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).
14. The voting period begins on 22nd September 2025 , Monday (9.00 A.M.) and ends on 25th September, 2025 Thursday (5.00 P.M.). During this period Shareholders of the Company, holding shares in dematerialized form, as on the cut-off date of 19th September, 2025 Friday may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
15. Shareholders who have already voted prior to the meeting date through E-Voting would not be entitled to vote at the meeting venue i.e. A member can opt for only one mode of voting either in person or through proxy at the meeting through Ballot Paper or through e-voting. If a member cast votes by both all the modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.
16. The Company has appointed Mr. Kalpesh P. Rachchh (M. No.: FCS 5156), Proprietor of M/s. K. P. Rachchh & Co., Company Secretaries to act as the Scrutinizer for conducting the electronic voting process and voting at the Annual General Meeting through Ballot Paper in a fair and transparent manner.

17. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make and submit within two (2) working days of conclusion of the Annual General meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing.
18. The voting result will be declared within two (2) Working days of conclusion of Annual General Meeting and the voting result along with Scrutinizer Report shall be placed on the Company's website: visamanglobalsales.com besides communicating the same to CDSL on the said date and also to National Stock Exchange, SME Emerge Platform where the shares of the Company are listed.
19. All correspondence pertaining to Equity Shares should be forwarded to the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited (Earlier known as LINK INTIME INDIA PRIVATE LIMITED), 5th Floor, 506 TO 508 Amarnath Business Centre – I (ABC- I), Nr St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad - 380006, Tel. NO. 079 26465179, Email: ahmedabad@in.mpms.mufg.com and are also requested to immediately inform their change of address, e-mail address or consolidation of folios, if any to the Company's said Share Transfer Agent.
20. Members who have not registered their e-mail addresses so far, are requested to register their email address with the Registrar and Share Transfer Agents (RTA) of the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
21. Route map of the meeting venue is attached herewith. A Route map showing directions to reach the venue of the Annual General Meeting is given at the end of this Notice as per the requirement of the Secretarial Standards-2 on "General Meeting".
22. The instructions for remote e-voting are as under:

(i) The details of the process and manner for remote e-voting are explained herein below:

The way to vote electronically on CDSL e-voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to CDSL E-Voting System

[A] Login method for individual shareholders holding securities in demat mode:

In terms of SEBI master circular dated July 11, 2023 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 Shareholder	Login Method
Individual shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 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- 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's 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. If you are not registered for IdeAS e-Services, an option to register is available at https://eservices.nsdl.com. Select "Register Online for IdeAS Portal" or click on: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e- voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), password/OTP and a verification code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository website wherein you can see e-voting page. Click on Company's 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. Shareholders/members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting

	<p>experience</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
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 use 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. 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	<p>You can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e- voting facility.</p> <p>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 will see the e- voting feature.</p> <p>Click on Company's 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.</p>
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Important note: Members who are unable to retrieve User ID/Password are advised to use Forgot User ID and Forgot Password option available at respective websites.

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.co.in or call at toll free no.: 18001020 990 and 1800 22 44 30.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

[B] Login Method for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

1. Visit the e-voting website of CDSL. 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 CDSL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL e-services, 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:

- If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
 - 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 in 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'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email id is not registered.

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

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.CDSL.com.**
- "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.**

(c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

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

Step 2: Cast your vote electronically on NSDL e-voting system

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

1. After successful login at **Step 1**, you will be able to see all the companies "**EVEN**" in which you are holding shares and whose voting cycle.
2. Select "**EVEN**" of Company for which you wish to cast your vote during the remote e-voting period.
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 resolutions, 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 rachhkalpesh@gmail.com with a copy marked to visamansales@gmail.com and evoting@nsdl.co.in. 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.

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 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in

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

1. 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 for Individual shareholders holding securities in demat mode.**
2. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
3. In terms of SEBI master circular dated July 11, 2023 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.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following statement sets out material facts relating to Special business listed in the accompanying Notice:

ITEM NO. 3 Re-appointment of Mr. Mitulkumar Sureshchandra Vasa (DIN: 07789750) as Managing Director of the Company.

Pursuant to the provisions of Section 196, 197, 203 and Schedule V of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder, Mr. Mitulkumar Sureshchandra Vasa (DIN: 07789750) was appointed as Managing Director of the Company by the Members of the Company by way of passing Special Resolution in their Annual General meeting held on 30th December 2020 for period 5 years w.e.f 30th December, 2020 till 29th December, 2025.

Accordingly, term of Mr. Mitulkumar Sureshchandra Vasa (DIN: 07789750) is about to be expire on 29th December, 2025 and thereby based on recommendation of Nomination and Remuneration committee, the Board of Directors, in its meeting held on 11th August 2025 have re-appointed Mr. Mitulkumar S. Vasa (DIN: 07789750) as a Managing Director for the further term of 5 (Five) years from 30th December, 2025 to 29th December, 2030, liable to retire by rotation and at a remuneration inclusive of all salary, perquisites, incentives, commission and allowances, which together shall not, in any financial year, exceed Rs 60,00,000/- p.a (i.e. approximate Rs. 5,00,000/- per month) and may be paid monthly or annually w.e.f the date of re-appointment for a period of 3 years, subject to approval of the members of the Company.

The Board of Directors and the Nomination and Remuneration Committee have evaluated the performance and contributions of Mr. Mitulkumar S. Vasa (DIN: 07789750) during the previous term. He has exhibited exemplary leadership skills, strategic vision, and operational acumen in managing the company's affairs. The Board is confident that his continued leadership will be instrumental in driving the company towards achieving its long-term goals and maximizing shareholder value.

For details pertaining to brief resume of Mr. Mitulkumar S. Vasa (DIN: 07789750) and the relevant details and disclosures, as stipulated under the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India is provided hereunder in Annexure-I.

Mr. Mitulkumar S. Vasa (DIN: 07789750) satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his re-appointment. He is neither disqualified from being appointed as Director in terms of Section 164 of the Act nor debarred from holding the office of a Director by virtue of any order of SEBI or any other such Authority.

Further, Pursuant to provision of section 196(4) of the Companies Act, 2013 read with Schedule V, the appointment and terms of remuneration of Managing director approved by the Board of Directors is also required to be approved by a resolution at the next general meeting of the members of the Company. Based on the same, the matter is recommended to shareholders for their approval and as such the Resolution as at Item No. 3 of the Notice is therefore set out as a Special Resolution for approval and ratification by the Members.

None of the directors, their relatives and Key Managerial Personnel of the Company except, Mr. Mitulkumar Sureshchandra Vasa, Managing Director (DIN: 07789750) is concerned or interested financially or otherwise in the resolution set out at Item No 3.

Your directors recommend the resolution as at Item No 3 for your approval and to be passed as Special Resolution

In terms of the requirements as per sub-clause (iv) of the proviso to Section II of Part II of Schedule V to the Act, the information is as furnished below:

I. GENERAL INFORMATION:		
1.	Nature of Industry	Trading and supply of Steel tubes, pipes, sheets and various other steel products.
2.	Date of expected date of commencement of commercial production	Company is engaged in the Trading business
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Company is engaged in the Trading business
4.	Financial Performance based on given indicators	Financial performance of the company for the year ended on 31st March, 2025: (Rs. In lacs)
		Revenue from operations: Rs. 26,563.26
		Other Income: Rs. 108.56
		Total Expenditure: Rs. 26,423.37
		Profit (Loss) before tax: Rs. 248.45
		Net Profit (Loss) after tax: Rs. 214.22
5.	Export performance and foreign exchange earned for the financial year ended on 31st March, 2025	Foreign Exchange earnings: Nil Foreign Exchange Outgo: Rs. 71.02
6.	Foreign Investments or collaborations, if any	No such investment or collaboration
II. INFORMATION ABOUT THE APPOINTEE:		
1.	Background Details	Name: Mr. Mitulkumar Sureshchandra Vasa Designation: Managing Director Age: 44 years (DOB: 30/11/1980) Qualification: Bachelor of Business Administration. (B.B.A.) Doctor of Philosophy (Ph.D.h.c.) in Business Management.

		<p>Experience: of More than 7 years in the field of steel and steel products industry</p> <p>Mr. Mitulkumar Sureshchandra Vasa is the director of the Company since 27/06/2019 and appointed as Managing Director of the Company w.e.f 30/12/2020 for a period of 5 years. Mr. Mitulkumar Sureshchandra Vasa also re-designated as Chairman w.e.f March 26, 2024.</p> <p>Mr. Mitulkumar Sureshchandra Vasa is the director of below mentioned other company:</p> <ol style="list-style-type: none"> 1. VISAMAN FINTECH PRIVATE LIMITED (Earlier known as DEVIKA FINCAP PRIVATE LIMITED) (CIN: U99999GJ1998PTC034336) – Director 2. VSG MART LIMITED (CIN: U46620GJ2023PLC146160) – Director 3. VISAMAN STEEL PIPE PRIVATE LIMITED (Earlier known as VISAMAN SALES PRIVATE LIMITED) (CIN: U24311GJ2017PTC096871) - Director 4. VISAMAN INFRA PROJECTS PRIVATE LIMITED (CIN: U27209GJ2022PTC133170) – Director 5. VISAMAN HOLDINGS PRIVATE LIMITED (CIN: U64200GJ2024PTC155351) – Director
2.	Past Remuneration	Rs. 60,00,000/- per annum (i.e. Rs. 5,00,000/- per month) and may be paid monthly or annually w.e.f 1st April, 2024 till his remaining tenure as Managing Director i.e. upto 29th December, 2025.
3.	Recognition of Awards	Under leadership of Mr. Mitulkumar Sureshchandra Vasa, the Company has been conferred with India's Most Innovative Brand to Follow 2025 by Corporate Connect. Further, Mr. Mitulkumar Sureshchandra Vasa has been conferred with Fastest Growing Indian Company Excellence Award on the occasion of 15th International Business Conclave on "Global Business Opportunities", leading emerging entrepreneur award by Indian Economic Development & Research Association (IEDRA), International Business Leadership Awards 2021 under "Youngest Business Leader of the Year" and Indian Achievers Award for young entrepreneur.
4.	Job profile and his suitability	Mr. Mitulkumar Sureshchandra Vasa has completed his Bachelor of Business Administration. (B.B.A.) degree from Saurashtra University, Gujarat in the year 2000. He has completed Doctor of Philosophy (Ph.D.h.c.) in Business Management in the year 2020 from University of Swahili. He has been associated with our Company since incorporation and was redesignated a Managing Director w.e.f. December 30, 2020 for a period of 5 years. He has a work experience of more than 7 years in the field of steel and steel products trading industry. He has been instrumental in taking major policy decision of our Company. He is playing

		vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company.
5.	Remuneration proposed	Remuneration inclusive of all salary, perquisites, incentives, Commission and allowances, which together shall not, exceed Rs. 60,00,000/- per annum (i.e. Rs. 5,00,000/- per month) and may be paid monthly or annually w.e.f the date of re-appointment for a period of 3 years.
6.	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the size of the company, the profile of the appointee, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed is appropriate.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Apart from Mr. Mitulkumar Sureshchandra Vasa is a Managing Director (DIN: 07789750) of the Company, he holds 3679800 equity shares at the face value of Rs. 10/- each of the company in his individual capacity i.e.26.64%. Mr. Mitulkumar Sureshchandra Vasa, Managing Director (DIN:07789750) is spouse of Mrs. Avni Mitulbhai Vasa (DIN: 08494957), Non-Executive and Non-Independent woman Director of the Company.
III. OTHER INFORMATION:		
1.	Reason of loss or inadequate profits	Considering Section 197 of the Companies Act, 2013 and financial Parameters as given below: The Company has reported a total income of Rs. 26,671.82 Lacs for the year ended on 31 st March, 2025 as against Rs. 307,96.79 Lacs for the previous year ended on 31 st March, 2024. The Company has reported a net Profit after tax of Rs. 214.22 Lacs for F.Y 2024-2025 as against net profit after tax of Rs. 131.37 Lacs for F.Y 2023-2024. The Board of Directors believes that considering the size of the Company, the profile of the appointee, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed is appropriate and company needs to pay the said proposed remuneration even though if there is inadequacy of profit, however from the aforesaid financial data it can be seen that Profitability of the Company is increasing and believes to increase more in coming years.
2.	Steps taken or proposed to be taken for improvement	To address these challenges, the Company has initiated several measures towards achieving organizational and operating efficiencies, alongside working on improvements in process and controls. These cut across manufacturing, supply, chain, quality and other domains, and address issues of various expenses, cost controls, value analysis etc.
3.	Expected increase in productivity and profits in measurable terms	It is difficult to forecast the profitability in measurable terms. However, the Company expects that profitability may improve and will increase in coming years.

IV. DISCLOSURES:

1	The shareholders of the company shall be informed of the remuneration package of the managerial person.	Remuneration inclusive of all salary, perquisites, incentives, Commission and allowances, which together shall not, exceed Rs. 60,00,000/- per annum (i.e. Rs. 5,00,000/- per month) and may be paid monthly or annually w.e.f date of re-appointment till the period of 3 years.
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Item No. 4 Reappointment of Mr. Bharat Maganlal Thumar (DIN: 08957139) as an Independent director for a second term of five consecutive years:

Mr. Bharat Maganlal Thumar (DIN: 08957139) was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Act with the approval of the Members of the Company at the Annual General Meeting (AGM) held on 30th December, 2020 w.e.f 30th December, 2020 to hold office up to an Annual General Meeting of the Company to be held in the year 2025. Hence, his first term as an Independent Director is about to be expire at this ensuing Annual General Meeting.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report. the Independent Directors shall be appointed by the Board of Directors of the Company, based on the nomination received from Nomination and Remuneration Committee of the Company, constituted by the Board, in accordance with Applicable Law and the Independent Director(s) to be so appointed shall be persons of high standing, good repute and widely acknowledged as experts in their respective field, which the Board deems beneficial to the Company.

Accordingly, The Nomination and Remuneration Committee (NRC), after taking into account the performance evaluation during his first term of 5 (Five) years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, has recommended to the Board, re-appointment for a second term of 5 (five) years. The NRC has considered his diverse skills, leadership capabilities, expertise in industry, as being key requirements for this role and Board has considered the same.

Mr. Bharat Maganlal Thumar fulfils the requirements of an Independent Director as laid down under Section 149(6) of the Act, and Regulation 16(1)(b) of the LODR Regulations.

The Company has received all statutory disclosures / declarations, including

- (i) Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Appointment Rules,
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under Section 164 of the Act,
- (iii) Declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act read with Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16 of the LODR Regulations, 2015 and,
- (iv) Declaration that he has not been debarred from holding office of a director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority,

- (v) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company, and The Company has also received a notice in writing by a member proposing his candidature under Section 160(1) of the Act.

In the considered opinion of the Board, Mr. Bharat Maganlal Thumar (DIN: 08957139) fulfils the conditions specified in the Act and Rules made thereunder and SEBI LODR Regulations for reappointment as an independent director of the Company and is independent of the Management of the Company. The Board considers that the continued association of Mr. Bharat Maganlal Thumar (DIN: 08957139) would be of immense benefit to the Company and is desirable to continue to avail his services as an independent director. The Board, seeks the approval of members for the reappointment of Mr. Bharat Maganlal Thumar DIN: 08957139 as an independent director of the Company, for a second term of 5 (five) years effective from 26th September, 2025 pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall not be liable to retire by rotation. The other details of Mr. Bharat Maganlal Thumar in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 are given in Annexure I.

None of the Directors, Key Managerial Personnel or their relatives and relatives is interested in or concerned, financially or otherwise, in passing the proposed resolution except Mr. Bharat Maganlal Thumar (DIN: 08957139), being appointee.

The Board recommends the resolution set forth at Item No. 4 for the approval of members as Special Resolution.

Item No. 5 Reappointment of Mr. Paras Fulabhai Shingala (DIN: 03518750) as an Independent director for a second term of five consecutive years

Mr. Paras Fulabhai Shingala (DIN: 03518750) was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Act with the approval of the Members of the Company at the Annual General Meeting (AGM) held on 30th December, 2020 w.e.f 30th December, 2020 effective to hold office up to an Annual General Meeting of the Company to be held in the year 2025 Hence, his first term as an Independent Director is about to be expire at this ensuing Annual General Meeting.

In terms of provisions of section 149(10) of the Companies Act, 2013, an independent director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for reappointment on passing of a special resolution by the Shareholders of the Company and disclosure of such appointment in the Board's report. the Independent Directors shall be appointed by the Board of Directors of the Company, based on the nomination received from Nomination and Remuneration Committee of the Company, constituted by the Board, in accordance with Applicable Law and the Independent Director(s) to be so appointed shall be persons of high standing, good repute and widely acknowledged as experts in their respective field, which the Board deems beneficial to the Company.

Accordingly, The Nomination and Remuneration Committee (NRC), after taking into account the performance evaluation during his first term of 5 (Five) years and considering his knowledge, acumen, expertise, experience and substantial contribution and time commitment, has recommended to the Board re-appointment for a second term of 5 (five) years. The NRC has considered his diverse skills, leadership capabilities, expertise in industry, as being key requirements for this role and Board has considered the same.

Mr. Paras Fulabhai Shingala fulfils the requirements of an Independent Director as laid down under Section 149(6) of the Act, and Regulation 16(1)(b) of the LODR Regulations.

The Company has received all statutory disclosures / declarations, including

- (i) Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Appointment Rules,
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under Section 164 of the Act,
- (iii) Declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act read with Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16 of the LODR Regulations, 2015 and,
- (iv) Declaration that he has not been debarred from holding office of a director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority,
- (v) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company, and The Company has also received a notice in writing by a member proposing his candidature under Section 160(1) of the Act.

In the considered opinion of the Board, Mr. Paras Fulabhai Shingala (DIN: 03518750) fulfils the conditions specified in the Act, and Rules made thereunder and SEBI LODR Regulations for reappointment as an independent director of the Company and is independent of the Management of the Company. The Board considers that the continued association of Mr. Paras Fulabhai Shingala (DIN: 03518750) would be of immense benefit to the Company and is desirable to continue to avail his services as an independent director.

The Board seeks the approval of members for the reappointment of Mr. Paras Fulabhai Shingala (DIN: 03518750) as an independent director of the Company, for a second term of 5 (five) years effective from 26th September, 2025 pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall not be liable to retire by rotation. The other details of Mr. Paras Fulabhai Shingala in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 are given in Annexure I.

None of the Directors, Key Managerial Personnel or their relatives and relatives is interested in or concerned, financially or otherwise, in passing the proposed resolution except Mr. Paras Fulabhai Shingala (DIN: 03518750), being appointee.

The Board recommends the resolution set forth at Item No. 5 for the approval of members as Special Resolution.

ITEM NO. 6 To approve Related Party Transactions to be entered by the Company with related parties

According to the provisions of section 188(1) of the Companies Act, 2013, for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain the prior approval of Audit Committee and the Board of Directors of the Company and in furtherance prior approval of Members of the Company is required if such transaction exceed the limits as mentioned Rule 15 of the Companies (Meetings of Board and its Power) Rules, 2014 of the Companies Act, 2013:

- (a) sale, purchase or supply of any goods or materials;
- (b) selling or otherwise disposing of, or buying, property of any kind;
- (c) leasing of property of any kind;
- (d) availing or rendering of any services;
- (e) appointment of any agent for purchase or sale of goods, materials, services or property;
- (f) such related party's appointment to any office or place of profit in the company, its subsidiary company or associate company; and
- (g) underwriting the subscription of any securities or derivatives thereof, of the company

In Furtherance, the provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2025, effective April 1, 2025, mandates prior approval of Members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Effective from April 1, 2025, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 50 crore or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company proposes to enter into a related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per Companies Act, 2013 and SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. The said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

Hence, board proposed for availing prior approval of Members of the Company for the transaction as mentioned below for the financial year 2025-26, related to Sale, purchase or supply of goods or materials, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services, rent income or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed Rs. 50.00 Crores or 10% of the Turnover of the Company whichever is lower or such other threshold limits as may be specified by the Companies Act, 2013 and SEBI Listing Regulations:

Further, the Information required under Regulation 23 of SEBI Listing Regulations read with SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is provided hereunder:

Sr No.	Particulars	Details		
		Visaman Infra Projects Private Limited	Visaman Steel Pipe Private Limited	VSG Mart Limited
1	Type of transaction	The nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services including the use of Trademark, etc.; c) transfer of any resources, services or obligations to meet business objectives/requirements, etc		

2	Material terms and particulars of the proposed transaction	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. However, for certain transactions it might happen the price becomes undetermined and may thereby lead to material transactions and hence sought approval of members of the Company.	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. However, for certain transactions it might happen the price becomes undetermined and may thereby lead to material transactions and hence sought approval of members of the Company.	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. However, for certain transactions it might happen the price becomes undetermined and may thereby lead to material transactions and hence sought approval of members of the Company.
3.	Name of Interested Director	1) Mr. Mitulkumar Sureshchandra Vasa, Chairman & Managing Director (DIN: 07789750) (2) Mr. Brijesh Narendrabhai Kular, Whole-time Director & CFO (DIN: 09648254) (3) Mrs. Avni Mitulbhai Vasa, Director (DIN: 08494957)	Mr. Mitulkumar Sureshchandra Vasa, Chairman & Managing Director (DIN: 07789750)	(1) Mr. Mitulkumar Sureshchandra Vasa, Chairman & Managing Director (DIN: 07789750) (2) Mr. Brijesh Narendrabhai Kular, Whole-time Director & CFO (DIN: 09648254)
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Common Director	Common Director	Common Director
5.	Tenure of the Proposed transaction	1 year i.e. approval to be avail for the year 2025-26	1 year i.e. approval to be avail for the year 2025-26	1 year i.e. approval to be avail for the year 2025-26
6.	Value of the proposed transaction (not to exceed) in Rs.	200 Crores	150 Crores	100 Crores

7.	Value of RPT as % of Company's audited annual turnover and Turnover is of Rs. 265.28 crores for the financial year 2024-25	75.39%	56.54%	37.70%
8.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	N.A.	N.A.	N.A.
9.	Justification as to why the RPT is in the interest of the Company	The Company mainly supplies raw material for the production ERW Pipes and in order to fulfil the orders of Customer purchase at better rates than competitors for growth.	In order to strengthen the market positioning and create value in the supply chain.	In order to strengthen the market positioning and create value in the supply chain.
10.	Copy of the valuation or other external party report, if any such report has been relied upon	N.A.	N.A.	N.A.
11.	Any other information relevant or important for the members to take a decision on the proposed transaction	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013

Place: Rajkot
 Date: 11th August, 2025

For and on behalf of
 VISAMAN GLOBAL SALES LIMITED

S/d

Mitulkumar Sureshchandra Vasa
 Chairman and Managing Director
 DIN: 07789750

ANNEXURE-I

BRIEF PROFILE OF THE DIRECTORS SEEKING RE-APPOINTMENT IN FORTHCOMING ANNUAL GENERAL MEETING:

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard-2]

Name of Director	Mr. Brijesh Narendrabhai Kular	Mr. Mitulkumar Sureshchandra Vasa	Mr. Bharat Maganlal Thumar	Mr. Paras Fulabhai Shingala
DIN	09648254	07789750	08957139	03518750
Date of Birth & Age	26/10/1980 & Age: 44 Years	30/11/1980 & Age: 44 Years	24/06/1974 & Age: 51 Years	13/08/1982 & Age: 42 Years
Initial Date of Appointment	05/07/2022	27/06/2019	30/12/2020	30/12/2020
Educational Qualification	Bachelor of Commerce (B.com.) Bachelor of Laws (L.L.B)	Bachelor of Business Administration. (B.B.A.) degree from Saurashtra University, Gujarat in the year 2000 And Doctor of Philosophy (Ph.D.h.c.) in Business Management in the year 2020 from University of Swahili.	Undergraduate	Diploma degree in the field of mechanical engineering
Expertise in Specific functional area	In his previous stint, he was associated with M/s Tuls Submersible Pumps- manufacturer since 2013. He has been associated with our Company since incorporation as sales manager, appointed as Chief Financial Officer w.e.f. June 14, 2021 and since July 2022 appointed as director on the Board of our Company, has a work experience in the field of manufacturing of Submersible Pumps and steel and steel products trading industry He is responsible for overseeing our company's accounting and finance affairs of our Company.	Mr. Mitulkumar S. Vasa, has a work experience of more than 7 years in the field of steel and steel products industry. He has been instrumental in taking major policy decision of our Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. Under his Leadership, our Company within a span of 5 years got listed on NSE Emerge platform on 1 st July, 2024.	He is associated with the company for 5 Years and bringing the independent thoughts for the board.	He has an experience in the field of Manufacturing, sales and marketing. He is currently a director on the board of Fabtech Cables Private Limited since 2011, which is associated with the business of wires and cables.

Experience	More than 10 years	More than 7 Years in steel and steel product Industry.	More than 5 years in the Company.	More than 15 years in the business of wires and cables.
Number of Meetings of the Board attended during the year. Total Ten (10) Board Meetings were held during the year	10 (Ten)	10 (Ten)	10 (Ten)	10 (Ten)
List of public companies in which Directorship held (other than this company)	Nil	1 (One)	Nil	Nil
Name of listed entities from which the person has resigned in the past three years	Nil	NIL	NIL	NIL
Chairman/Member of the committees of the Company as on 31/03/2025	Member in 2 Committee: Audit Committee and Stakeholders Relationship Committee	Member in 1 Committee: Stakeholders Relationship Committee	Member in 2 Committee: Audit Committee and Nomination and Remuneration Committee and chairman of Nomination and Remuneration Committee	Member in 2 Committee: Stakeholders' Relationship Committee and Nomination and Remuneration Committee and Chairman of Stakeholders' Relationship Committee
Chairman/Member of the committees of Directors of other Companies	NIL	NIL	NIL	NIL
Shareholding in the Company as on 31/03/2025	69 Equity Shares i.e. 0.005%	36,79,800 Equity Shares i.e. 26.64%	NIL	NIL
Relationship between director Inter-se	No Inter-se Relationship with other directors	Husband of Mrs. Avni Mitulbhai Vasa, Non-Executive Non-Independent Women Director of the Company	No Inter-se Relationship with other directors	No Inter-se Relationship with other directors

Terms and Conditions of appointment / re-appointment and Last Drawn Remuneration	<p>Mr. Brijesh N. Kular is CFO (Appointed w.e.f 14/06/2021) and Whole Time Director (Appointed w.e.f 28/03/2024 for a term of 5 years) of the Company, at a remuneration inclusive of all salary, perquisites, incentives, commission and allowances, which together shall not, in any financial year, exceed Rs.16,00,000/- p.a. (i.e. approximate Rs. 1,33,334/- per month) and may be paid monthly or annually Liable to retire by rotation at this ensuing AGM and being eligible offered himself for re-appointment pursuant to provisions of Section 152(6) of the Companies Act, 2013 and shall be reappointed at same terms, subject to approval of members of the Company at this AGM.</p>	<p>Mr. Mitulkumar S. Vasa, proposed to be re-appoint for a further term of five years w.e.f 30th December, 2025, at a Remuneration inclusive of all salary, perquisites, incentives, Commission and allowances, which together shall not, exceed Rs. 60,00,000/- per annum (i.e. Rs. 5,00,000/- per month) and may be paid monthly or annually w.e.f date of re-appointment till the period of 3 years and liable to retire by rotation.</p> <p>Last remuneration: Rs. 60,00,000/- per annum (i.e. Rs. 5,00,000/- per month) and may be paid monthly or annually w.e.f 1st April, 2024 till his remaining tenure as Managing Director i.e. upto 29th December, 2025.</p>	<p>Mr. Bharat Maganlal Thumar (DIN: 08957139) was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Act with the approval of the Members of the Company at the Annual General Meeting (AGM) held on 30th December, 2020 w.e.f 30th December, 2020 to hold office up to an Annual General Meeting of the Company to be held in the year 2025. Hence, his first term as an Independent Director is about to be expire at this ensuing Annual General Meeting. Accordingly, at this annual meeting proposed to re-appoint for second term of 5 years.</p>	<p>Mr. Paras Fulabhai Shingala (DIN: 03518750) was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Act with the approval of the Members of the Company at the Annual General Meeting (AGM) held on 30th December, 2020 w.e.f 30th December, 2020 effective to hold office up to an Annual General Meeting of the Company to be held in the year 2025. Hence, his first term as an Independent Director is about to be expire at this ensuing Annual General Meeting. Accordingly, at this annual General meeting proposed to re-appoint for second term of 5 years.</p>
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Place: Rajkot

Date: 11th August, 2025

For and on behalf of

VISAMAN GLOBAL SALES LIMITED

S/d

Mitulkumar Sureshchandra Vasa
 Chairman and Managing Director
 DIN: 07789750

VISAMAN GLOBAL SALES LIMITED

CIN: L24311GJ2019PLC108862

Regd. Office: C/O., Jain Traders, 8, Sorathiwadi Near Narmada,
 80 Feet Road, Rajkot -360002, Gujarat, India

Email id: visamansales@gmail.com | Phone No.9023730627 | Website: visamanglobalsales.com

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the
 Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	:	_____
Registered Address	:	_____
E-mail ID	:	_____
Folio No./ * DP & Client Id	:	_____

I/We, being the member(s) of Visaman Global Sales Limited, holding _____ shares of the Company, hereby appoint:

(1) Name : _____
 Address : _____
 E-mail ID : _____
 Signature : _____
 or failing him/her;

(2) Name : _____
 Address : _____
 E-mail ID : _____
 Signature : _____
 or failing him/her;

(3) (3) Name : _____
 Address : _____
 E-mail ID : _____
 Signature : _____
 or failing him/her;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, 26th September, 2025 at 11:00 A.M. at the registered office of the Company situated at C/o., Jain Traders, 8, Sorathiwadi Near Narmada, 80 Feet Road, Rajkot - 360002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution	Vote		
		For	Against	Abstain
	General Businesses			
1.	To consider and adopt the Audited Standalone Financial Statements for the year ended March 31, 2025 and the Report of the Auditors and Board of Directors thereon.			
2.	To appoint a director in place of Mr. Brijesh Narendrabhai Kular (DIN: 09648254), who retires by rotation, and being eligible, has offered himself for re-appointment.			

Sl. No.	Resolution	Vote		
		For	Against	Abstain
	Special Businesses			
3.	Re-appointment of Mr. Mitulkumar Sureshchandra Vasa (DIN: 7789750) as Managing Director of the Company.			
4.	Reappointment of Mr. Bharat Maganlal Thumar (DIN: 08957139) as an Independent director for a second term of five consecutive years.			
5.	Reappointment of Mr. Paras Fulabhai Shingala (DIN: 03518750) as an Independent director for a second term of five consecutive years			
6.	To approve Related Party Transactions to be entered by the Company with related parties			

Signed this day of..... 2025. Signature of the Shareholder

Affix
Revenue
Stamp

Signature of 1st proxy holder

Signature of 2nd proxy holder

Signature of 3rd proxy holder

*Applicable for investors holding shares in electronic form.

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office/ Corporate of the Company, not less than 48 hours before the commencement of the Meeting.

VISAMAN GLOBAL SALES LIMITED

CIN: L24311GJ2019PLC108862

Regd. Office: C/O., Jain Traders, 8, Sorathiwadi Near Narmada,
80 Feet Road, Rajkot -360002, Gujarat, India

Email id: visamansales@gmail.com | Phone No.9023730627 | Website: visamanglobalsales.com

ATTENDANCE SLIP

(To be filled in and handed over at the entrance of the meeting room)

I hereby accord my presence at the 6th Annual General Meeting of the Company, to be held on Friday, September 26, 2025 at 11.00 A.M. (IST) at the registered office of the Company situated at C/o., Jain Traders, 8, Sorathiwadi Near Narmada, 80 Feet Road, Rajkot- 360002

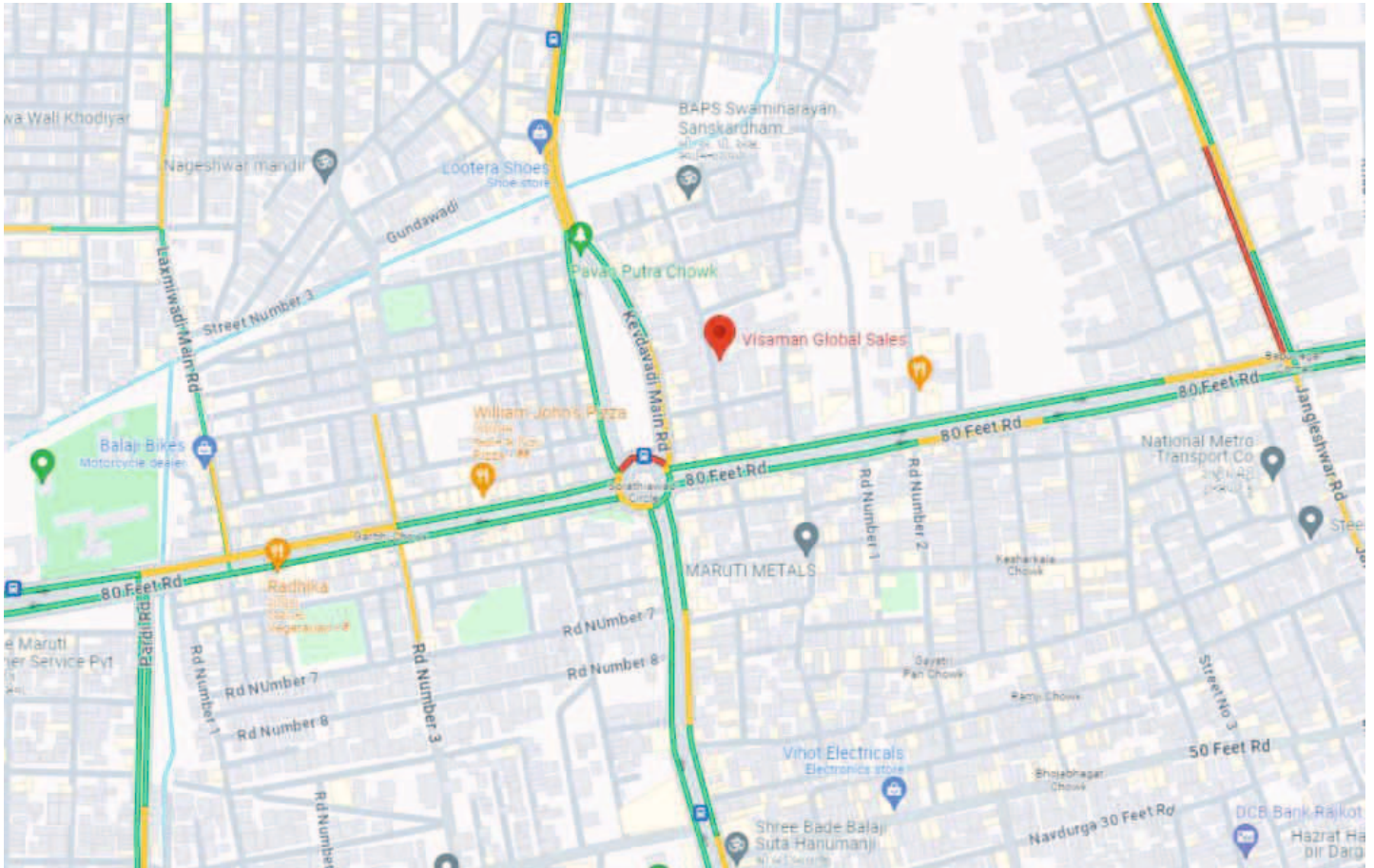
Full name of the *Shareholder/Proxy (in block letters)	
Name of authorized representative in case of body corporate	
Folio no. or Client ID/DP ID no.	
No. of shares held	

Signature of Shareholder/Proxy/Authorised
Representative

Notes:

1. Only Shareholders of the Company or their Proxies will be allowed to attend the Meeting.
2. *Strike out whichever is not applicable.

ROUTE MAP FOR THE VENUE OF ANNUAL GENERAL MEETING OF VISAMAN GLOBAL SALES LIMITED



Registered Office:
C/o., Jain Traders, 8,
Sorathiwadi Near Narmada,
80 Feet Road, Rajkot- 360002
CIN: L24311GJ2019PLC108862