

CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY VISHAL NIRMITI LIMITED HELD ON THURSDAY, 25th SEPTEMBER 2025 AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY 303,17 ELPHINSTONE HOUSE, MARZBAN ROAD, NEW EMPIRE, CINEMA, FORT, MUMBAI, 400001

3. TO FIX THE TERMS OF APPOINTMENT OF NATRAJ GOPIKISHAN LADDA:

The Chairperson of the Meeting informed the Board that the Company is now Unlisted Public Limited Company therefore required to fix the tenure, remuneration of Mr. Natraj Gopikishan Ladda (DIN: 00468304), and who shall be liable to retire by rotation.

After brief discussion following resolution passed by the Board of Directors unanimously:

RESOLVED THAT pursuant to the provisions of Sections 149, 152, 197, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), be and is hereby accorded to appoint/re-appoint Mr. Natraj Gopikishan Ladda (DIN: 00468304) as an Executive Director of the Company, who shall be liable to retire by rotation, on the terms and conditions including remuneration as set out hereunder:

1. Remuneration: ₹ 36,00,000/- (Rupees Thirty-Six Lakh Only) per annum, with such yearly increments as may be decided by the Board from time to time, within the limits prescribed under the Act.

2. Perquisites & Allowances:

- a) Hospitalisation and major medical expenses for self, spouse and dependent (minor) children;
- b) Car, with driver provided, maintained by the Company for official and personal use.
- c) Telecommunication facilities including broadband, internet and fax.
- d) Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity Fund as per the rules of the Company and applicable laws.
- e) The Executive Director shall be entitled to leave in accordance with the rules of the Company. Privilege Leave earned but not availed by the Executive Director is encashable in accordance with the rules of the Company.

3. Minimum Remuneration - Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Executive Director, the Company has no profits or its profits are inadequate, the Company will pay to the Executive Director remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive Remuneration as specified above.

VNL**Vishal Nirmiti Ltd**

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Email Id: csvnpl@gmail.com I www.vishalnirmiti.com I **CIN:** U01122MH1994PLC185445
(Formerly known as Vishal Nirmiti Private Limited)

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter or vary the terms and conditions of appointment and remuneration of Mr. Natraj Gopikishan Ladda (DIN: 00468304) within the overall limits prescribed under the Companies Act, 2013 and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution."

For and on Behalf of Board of Directors of
For VISHAL NIRMITI LIMITED



AJAY BHAGWANDAS TAPADIYA
Managing Director
DIN: 00468241
Date: 25/09/2025
Place: Mumbai