

May 30, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1,
G Block, BandraKurla Complex,
Bandra (E), Mumbai 400051
Ref: Symbol: SUMIT

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot Notice

Dear Sir/Madam,

Pursuant to Regulations 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find attached copy of Postal Ballot Notice ("Notice") dated 30th May 2025 which will be sent through e mail to the shareholders of the Company, today for seeking their approval on the following resolutions:

Item No.	Business to be transacted through Special Resolutions
1	Appointment of Mr. Amit anil pandit (DIN 02437092) as a non-executive independent director.
2	Revision in remuneration of Mr. Mitaram .langid (DIN: 00043757), managing director of the company
3	Revision in remuneration of Mr. Bhushan Nemlekar (DIN: 00043824), chief financial officer & whole time director of the company
4	Revision in remuneration of Mr. Subodh Nemlekar (DIN: 00043795), non-executive director of the company
5	Approval for increase in the borrowing limits of the company under section 180 (1) (c) of the companies act, 2013.
6	Approval of material related party transactions under section 188 of the companies act, 2013 and regulation 23 of the SEBI (listing obligations and disclosure requirements) regulations, 2015.
7	Approval for making investments / extending loans and giving guarantees or providing securities in connection with loans to persons / bodies corporate and increase in limit in accordance with section 185 & 186 of companies act, 2013

Further, the schedule of events for Postal Ballot/ E-voting is as under: -

Sr. No.	Particulars (Activity)	Date
1	Benpose Date for Sending Notice	23rd May 2025
2	Date of Completion of Dispatch notice to Shareholders	30th May 2025
3	Cut Off Date	23rd May 2025
4	E-voting commencement date and time	31st May 2025 09:00A.M.
5	Remote e-Voting End Date and time	29th June 2025 5:00 P.M.
6	Mode of Approval	E-voting only
7	Submission of voting results	On or before Tuesday, 01st July, 2025

Sumit Woods Limited.

B - 1101, Express Zone, Diagonally Opp. to Oberoi Mall, W.E.Highway, Malad (East), Mumbai - 400 097.
Tel.: 022- 2874 9966 / 77 • Fax : 022-2874 3377 • Email : contact@sumitwoods.com • www.sumitwoods.com
CIN No. : L36101MH1997PLC152192

The Notice of Postal Ballot is also available on the website of the Company at www.sumitwoods.com

Request you to kindly take this letter on record and acknowledge the receipt.

Thanking you,
Yours truly,
For Sumit Woods Limited

Rekha Bagda
Company Secretary



**SUMIT WOODS LIMITED**

CIN:L36101MH1997PLC152192

Registered Office: - B-Wing, Office No-1101, Opp. Reliance Office, Express Zone,
W.E.Highway, Malad-East Mumbai 400097 **Tel. No.:** 022- 2874 9966 177 **Fax:**022-2874 3377
Email: contact@sumitwoods.com **Website:** www.sumitwoods.com

NOTICE OF POSTAL BALLOT

**Pursuant to Section 110 of the Companies Act, 2013 read with
Companies (Management and Administration) Rules, 2014 and applicable Circulars
issued by the Ministry of Corporate Affairs, Government of India, from time to time**

**Dear Members,
M/s. Sumit Woods Limited**

Notice is hereby given to the Shareholders of **Sumit Woods Limited** ("the Company") pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular No. 14/2020 dated April 08, 2020 and subsequent circulars issued in this regard with the latest being General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (collectively 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/ CMD1/CIR/ P/2020/79 dated May 12, 2020 and subsequent circulars issued in this regard with the latest being SEBI Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India (collectively 'SEBI Circulars') and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), to seek your consent for the resolutions as set out hereunder and proposed to be passed through postal ballot ("Postal Ballot") by way of remote electronic voting ("e-voting") Process.

In compliance with the MCA Circulars & SEBI Circulars, the hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelopes are not being sent to the members. Notice of the Postal Ballot is being sent only through electronic mode to those Members holding shares either in physical form or dematerialized form as on **Friday, March 23, 2025 ("cut-off date")** and whose email addresses are registered with the Company/ Depositories/ Depositories participant.

The Company has engaged National Securities Depository Limited ("NSDL"), an agency authorized by the Ministry of Corporate Affairs ("MCA") for providing Remote e-voting facility to all its members. **The Remote e-voting period commences from Saturday, 31st May 2025 at 9:00 A.M. and ends on Sunday, 29th June 2025 at 5:00 P.M.**

An Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013 and the relevant information required under Regulation 36 (3) of the SEBI (LODR) Regulations, 2015 and other requisite information setting out all material facts relating to the resolution mentioned in this Notice of Postal Ballot is annexed hereto.

SPECIAL BUSINESS

ITEM NO. 1 - APPOINTMENT OF MR. AMIT ANIL PANDIT (DIN 02437092) 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 Section 149, 150, 152 and any other applicable provisions of Companies Act, 2013 (‘Act’), the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV of the Act and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company and the recommendation of the Nomination and Remuneration Committee, Mr. Amit Anil Pandit (DIN: 02437092), who was appointed as an Additional Director (Non-Executive Independent Director) of the Company effective May 28, 2025, by the Board of Directors, who is eligible for appointment and who has consented to act as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152, 197 and any other applicable provisions of the Act read with rules made thereunder and Regulation 17 and other applicable provisions of the SEBI Listing Regulations (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), appointment of Mr. Amit Anil Pandit (DIN: 02437092), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from May 28, 2025 to May 27, 2030 (both days inclusive), and his entitlement to remuneration by way of sitting fees for attending the meetings of the Board and its Committees, reimbursement of expenses for each financial year, as permitted under the Act and SEBI Listing Regulations in such quantum, proportion and manner as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors, from time to time, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and filling of requisite forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

ITEM NO. 2 - REVISION IN REMUNERATION OF MR. MITARAM JANGID (DIN: 00043757), MANAGING 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 Sections 196, 197, 198, read with Schedule V and other applicable provisions of the Companies Act, 2013 (including statutory amendments or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Articles of Association of the Company, the recommendation of the Nomination and Remuneration Committee, and in furtherance of the resolution passed in the Board Meeting held on 28th May 2025 and subject to such other approvals as may be necessary, approval of the Members be and is hereby accorded for payment of remuneration to Mr. Mitaram Jangid an amount of Rs. 3,50,00,000 /- Per Annum, (Rupees Three Crores Fifty Lakhs Only) including such allowances as mentioned in the explanatory statement annexed to the Notice for the Financial Year 2025-26.

“FURTHER RESOLVED THAT in the event the Company does not have profits or the profit of the Company is inadequate in any financial year during his tenure as referred above, the amount of Salary referred above shall be paid as minimum remuneration in terms of Section II of Part II of Schedule V to the Companies Act, 2013.

“FURTHER RESOLVED THAT the Board be and are hereby authorized to vary and / or revise the remuneration of Mr. Mitaram Jangid (DIN: 00043757) within limits permissible under the Act and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution.”

ITEM NO. 3 - REVISION IN REMUNERATION OF MR. BHUSHAN NEMLEKAR (DIN: 00043824), CHIEF FINANCIAL OFFICER & 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 Sections 196, 197, 198, read with Schedule V and other applicable provisions of the Companies Act, 2013 (including statutory amendments or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Articles of Association of the Company, the recommendation of the Nomination and Remuneration Committee, and in furtherance of the resolution passed in the Board Meeting held on 28th May 2025 and subject to such other approvals as may be necessary, approval of the Members be and is hereby accorded for payment of remuneration to Mr. Bhushan Nemlekar an amount of Rs. 3,50,00,000 /- Per Annum, (Rupees Three Crores Fifty Lakhs Only) including such allowances as mentioned in the explanatory statement to the Notice for the Financial Year 2025-26.

“FURTHER RESOLVED THAT in the event the Company does not have profits or the profit of the Company is inadequate in any financial year during his tenure as referred above, the amount of Salary referred above shall be paid as minimum remuneration in terms of Section II of Part II of Schedule V to the Companies Act, 2013.

“FURTHER RESOLVED THAT the Board be and are hereby authorized to vary and/ or revise the remuneration of Mr. Bhushan Nemlekar (DIN: 00043824) within limits permissible under the Act and do all such acts, deeds and things and execute all such documents,

instruments and writings as may be required to give effect to the aforesaid Resolution.”

ITEM NO. 4 - REVISION IN REMUNERATION OF MR. SUBODH NEMLEKAR (DIN: 00043795), NON-EXECUTIVE 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 Sections 197, 198 and other applicable provisions of the Companies Act, 2013 (including statutory amendments or re-enactments thereof for the time being in force), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable and as per the Articles of Association of the Company, the recommendation of the Nomination and Remuneration Committee, and in furtherance of the resolution passed in the Board Meeting held on 28th May 2025 and subject to such other approvals as may be necessary, approval of the Members be and is hereby accorded for payment of remuneration to Mr. Subodh Nemlekar an amount not exceeding Rs. 50,00,000 /- Per Annum, (Rupees Fifty Lakhs Only) for the Financial Year 2025-26.

RESOLVED FURTHER THAT the above remuneration shall be in addition to fees payable to Mr. Subodh Nemlekar for attending the meetings of the Board or Committee thereof and reimbursement of expenses for participation in the Board and other meetings.

“**FURTHER RESOLVED THAT** in the event the Company does not have profits or the profit of the Company is inadequate in the financial year 2025-26, the above shall be paid as remuneration in terms of Section II of Part II of Schedule V to the Companies Act, 2013.”

“**FURTHER RESOLVED THAT** the Board be and are hereby authorized to vary and / or revise the remuneration of Mr. Subodh Nemlekar (DIN: 00043795) within the aforementioned and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution.”

ITEM NO. 5 - APPROVAL FOR INCREASE IN THE BORROWING LIMITS OF THE COMPANY UNDER SECTION 180 (1) (C) OF THE COMPANIES ACT, 2013.

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

“**RESOLVED THAT** pursuant to the provisions of 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other rules, regulations, notifications and circulars issued including any statutory modification or re-enactment thereof for the time being in force, consent of the members of the Company be and is hereby accorded to the Board of Directors of the company (hereinafter referred as “Board”) which term shall be deemed to include any committee which the Board may have constituted or may hereinafter constitute to exercise its powers including the powers conferred by this Resolution for borrowing from time to time, any sum or sums of money for the purposes of the business of the company, upon such terms and conditions and with or without security, as the Board may in its discretion thinks, fit notwithstanding that the money or monies to be so borrowed by the company (apart from temporary loans obtained or to be obtained from time to time from company’s Bankers in the ordinary course of the Business) together with sum already borrowed may exceed the aggregate of the Paid-up share capital of the company and its free reserves that is to say, reserves not set apart, for any specific purposes,

provided that the sum so borrowed and remaining outstanding shall not at any time exceed INR 1000,00,00,000 (Indian Rupees One Thousand Crore Only).

RESOLVED FURTHER THAT the consent of the Members be and is hereby accorded, in terms of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 to the Board of Directors of the Company to create charge / provide security not exceeding the aforementioned limit for the sum borrowed on such terms and conditions and in such form and manner and with such ranking as to priority, as the Board in its absolute discretion thinks fit, on the assets of the Company, as may be agreed to between the Company and the Lenders so as to secure the borrowings by the Company, together with interest costs, charges, expenses and all other monies payable by the Company to the concerned Lenders / Institutions, under the respective arrangements entered into / to be entered by the Company and/or Board .

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Board of Directors of the Company be and is hereby empowered and authorised to take such steps, actions including delegation of authority to any committee, as may be necessary and as may be necessary to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution without requiring the Board to secure any further approval of the Members of the Company.”

ITEM NO. 6 - APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT, 2013 AND REGULATION 23 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

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

“RESOLVED THAT pursuant to Section 188 and other applicable provisions, if any, of the Companies Act 2013 and the rules made there under, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment, modification, variation or re-enactment thereof for the time being in force, the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” for the material related party transactions to be entered into and carried out in the ordinary course of business and at arm's length price to the following transactions to be carried out by the Company with its related parties for the financial year 2025-26:

The list of proposed transactions are as follows:

Sr. No.	Name of the Related Party	Relationship	Nature of Transaction	Indicative Base Price
1.	Mitasu Woods Private Limited	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
2.	Milestone Construction & Developers LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/	100 crores

			Interest Paid/Interest Received	
3.	Sumit Abode Private Limited	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
4.	Sumit Star Land Developers LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
5.	Sumit Chetna Ventures	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
6.	Sumit Developers	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
7.	Sumit Garden Grove Construction LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
8.	Sumit Pragati Developers LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
9.	Sumit Pragati Shelters LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores

10.	Sumit Pragati Ventures LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
11.	Sumit Realty LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
12.	Sumit Sneathish Venture	Joint Venture	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
13.	Mitasu developers private limited	Subsidiary Company	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
14.	Sumit Matunga Builders Pvt Ltd	Subsidiary Company	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
15.	Sumit Hills Pvt Ltd	Subsidiary Company	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
16.	Mitasu Realty LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
17.	Sumit Eminence Pvt Ltd	Subsidiary Company	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/	100 crores

			Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	
18.	Homesync Real Estate Advisory Pvt Ltd	Subsidiary Company	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
19.	Second Home Resorts Ltd.	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
20.	Sumit Constructions	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
21.	Sumit Infotech Private Limited	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
22.	Sumit Gajraj Builders LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
23.	Nakshatra Sumit Developers LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
24.	Shreegajraj Nirman Housing Private Limited	Private Company having common director with subsidiary company	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/	100 crores

			Interest Paid/Interest Received	
25.	NTDC Private Limited	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
26.	Kumar Corporation	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
27.	Prarubi Gems Impex Pvt Ltd	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
28.	Shree Parshwa Mani LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
29.	Sumit Luxe Venture LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
30.	Sumit Bhoomi Developers LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
31.	Sumit Sneathish Joint Venture	Joint Venture	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores

32.	Sumit Pramukh Venture	Joint Venture	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
33.	Sumit Kundil Joint Venture	Joint Venture	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
34.	Rubi Ventures Private Limited	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
35.	Bhushan Nemlekar	Director	Remuneration / Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
36.	Subodh Nemlekar	Director	Remuneration / Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
37.	Mitaram Jangid	Director	Remuneration / Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
38.	Mr. Yash Kumarpal Shah	Relative of partner of group entity	Remuneration / Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/ Interest Received	100 crores
39.	Mr. Sunil Jangid	Relative of Director	Remuneration / Purchase of Goods, Rendering Services/ Loan Given and Loan	100 crores

			taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	
40.	Mr. Deepak Jangid	Relative of Director	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
41.	Mrs. Kavita Nemlekar	Relative of Director	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
42.	Mrs. Dhanashree Nemlekar	Relative of Director	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
43.	Mrs. Sharda Jangid	Relative of Director	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
44.	Ms. Amruta Jangid	Relative of Director	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
45.	Chanda Jangid	Relative of Director	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
46.	Rushabhtej Housing and Developers LLP	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken	100 crores
47.	Hendre realty solutions private limited	Relative of partner of group entity	Purchase of Goods, Rendering Services/ Loan Given and Loan taken	100 crores

48.	Sun Sumit Venture	Joint Venture	Purchase of Goods, Rendering Services/ Loan Given and Loan taken	100 crores
49.	Tanvi gems private limited	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken	100 crores
50.	Sumit Bhoomi Venture	Related Enterprise	Purchase of Goods, Rendering Services/ Loan Given and Loan taken	100 crores
51.	Mr.Ashish Hendre	Director of Subsidiary Company	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
52.	Mr. Nilesh Shah	Director of Subsidiary Company	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
53.	Mr. Rajesh Shah	Director of Subsidiary Company	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
54.	Mr. Rohan Tejura	Son of Designated Partner	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
55.	Mr. Paresh Tejura	Partner in group Company	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
56.	Ms. Rupa Tejura	Relative of Partner	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores

57.	Rohan Paresh Tejura HUF	HUF of Relative of Partner	Remuneration /Purchase of Goods, Rendering Services/ Loan Given and Loan taken/ Project Advance given/ Project Advance Taken/ Interest Paid/Interest Received	100 crores
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RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized and empowered to do all such acts, deeds, matters and things to settle any queries, difficulties, doubts that may arise with regard to any transaction with related parties and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose for giving effect to this resolution, in the best interest of the company”.

ITEM NO. 7 - APPROVAL FOR MAKING INVESTMENTS / EXTENDING LOANS AND GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS / BODIES CORPORATE AND INCREASE IN LIMIT IN ACCORDANCE WITH SECTION 185 & 186 OF COMPANIES ACT, 2013.

To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**:

“**RESOLVED THAT** in supersession of Special Resolution passed by the Members of the Company earlier in this regard and pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any amendment thereto or re-enactment thereof) and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’) which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution, to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they it may be deemed beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 1,000/- Crores (Rupees One Thousand Crores only).

RESOLVED FURTHER THAT pursuant to Section 185 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014, and other applicable provisions, if any, of the Act (including any statutory modification, amendment or re-enactment thereof for the time being in force), the consent of members of the Company be and is hereby accorded to the Board to give loans or give any guarantees or provide securities, in connection with any loan taken, to the person, in which the directors of the Company are interested in terms of Section 185 of the Companies Act, 2013, within the above said approved limits under Section 186 of the Companies Act, 2013, in one or more tranches, for the principal business activities of such persons, on such terms and conditions as the Board may consider fit and proper.

“**RESOLVED FURTHER THAT** the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to authorising signatories, taking from time to time all decisions and steps in

respect of the above loans, guarantees, securities and investment(s), including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment(s) and varying the same either in part or in full as it may deem appropriate and to negotiate, finalise and execute agreement(s) or such other document(s), by whatever name called and to do all acts, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members and to delegate all or any of the powers or authorities herein conferred to any director(s) or other officer(s) of the Company, and to engage any advisor, consultant, agent or intermediary, as may be deemed necessary."

For Sumit Woods Limited

Sd/-

Ms. Rekha Bagda

Company Secretary & Compliance Officer

Place: Mumbai

Date: 28-05-2025

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 read together with Rules made thereunder setting out material facts is annexed hereto.
2. The Board of Directors has appointed Mr. Vijay Yadav, Partner, M/s. AVS & Associates., Practicing Company Secretary as a Scrutinizer for conducting Postal Ballot process in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to all the Members, whose names appear on the Register of Members/List of beneficial owners as received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as **on Friday, 23rd May 2025, the cut-off date.**
4. In line with the MCA Circulars, the Postal Ballot Notice is being sent only by electronic mode to those members whose e-mail addresses are registered with the Company, Registrar and Transfer Agent or Depositories and the communication of assent/ dissent of the Members will only take place through the E-voting system. In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. Necessary Explanatory Statement is attached with the Notice. You are advised to record your assent or dissent by means of E-Voting system only, provided by the Company.
5. Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.sumitwoods.com and on the website of NSDL www.evoting.nsdl.com. Also, members may please note that the Postal Ballot Notice will also be uploaded on the NSE-NEAPS Portal.
6. The Members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off Date are requested to register their e-mail Ids by sending an e-mail citing subject line as "Sumit Woods Limited-Postal Ballot -Registration of e-mail addresses" to Registrar and Transfer Agent of the Company, i.e., Bigshare Services Private Limited at rajeshm@bigshareonline.com or to the Company at cs@sumitwoods.com with

- name of registered shareholder(s), folio number(s)/DP Id/Client Id and No. of equity shares held, from the email address they wish to register to enable them to exercise their vote on special business as set out in the Postal Ballot Notice through remote e-voting facility provided by NSDL.
7. In terms of Sections of Section 108, 110 and other applicable provisions of the Companies Act, 2013, read together with the Companies (Management and Administration) Rules, 2014, and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) (hereinafter referred to as the "Listing Regulations") as amended from time to time, the Company is pleased to provide e-voting facility for its Members to enable them to cast their votes on the resolutions electronically. The Company has appointed NSDL for facilitating e-voting to enable the members to cast their votes electronically (hereinafter referred to as the "Remote e-voting").
 8. The e-voting period commences on **Saturday, 31st May 2025 at 9:00 A.M. and ends on Sunday, 29th June 2025 at 5:00 P.M.** The remote e-voting module shall be disabled for voting thereafter. During this period, the members of the Company holding shares in physical form or in dematerialized form, as on the cut-off date, being Friday, May 23, 2025, may cast their vote by electronic means in the manner and process set out hereinabove. Once the vote on a resolution(s) is cast by the member, the member shall not be allowed to change it subsequently.
 9. The Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, May 23, 2025. Members can vote for their entire voting rights as per their discretion.
 10. In case of any query pertaining to e-voting, or any grievances or queries of the members of the Company connected with the electronic voting can be addressed to the Company's Registrar & Share Transfer Agents, Bigshare Services Private Limited at jibu@bigshareonline.com (e-mail) or may write to the Company Secretary of the company at cs@sumitwoods.com.
 11. The Scrutinizer will submit the results to the Chairman of the Company or any authorised person of the Company after completion of the scrutiny of the e-voting, and the results of the voting by Postal Ballot will be announced on or before **Tuesday, 01st July 2025**.
 12. The result of the Postal Ballot along with the Scrutinizer's Report will also be displayed on the Company's website www.sumitwoods.com and shall be communicated to the Stock Exchanges where the Company's shares are listed. The result of the Postal Ballot will also be displayed at the Registered Office of the Company.
 13. Resolution passed by the members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the members convened in that behalf. The resolution, if approved by the requisite majority of members by means of Postal Ballot, shall be deemed to have been passed on the last date of voting, i.e. Sunday, 29th June 2025.
 14. A Member cannot exercise his / her / its vote by proxy on Postal Ballot / E- Voting
 15. The instructions and other information relating to e-voting are as under:





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

Step 1: Access to NSDL e-Voting system

- A) Login method for e-Voting for Individual shareholders holding securities in demat mode
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

	<p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </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 user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. 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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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

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

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

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically 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 resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to vijay.yadav@avsassociates.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Mr. Sagar S. Gudhate, Senior Manager at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to (cs@sumitwoods.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (cs@sumitwoods.com). If you are an Individual shareholders 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.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("The Act")**ITEM NO. 1 - APPOINTMENT OF MR. AMIT ANIL PANDIT (DIN: 02437092) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company in their meeting held on May 28, 2025 appointed Mr. Amit Anil Pandit (DIN: 02437092) as an Additional Non-Executive Director of the Company in the capacity of Independent Director for a term of five years with effect from May 28, 2025 to May 27, 2030 (both days inclusive) subject to approval of shareholders of the Company.

Pursuant to Regulation 17(1C) of SEBI LODR Regulations, Mr. Amit Anil Pandit shall hold office until the date of next general meeting or for a period of three months from the date of appointment, whichever is earlier. Accordingly, the Company is seeking approval of shareholders of the Company by way of Postal Ballot.

About Mr. Amit Anil Pandit:

Mr. Amit Anil Pandit has over 30 years of professional experience in various aspects of Finance, Investments, Governance & Risk. He is founder of FinRisk Doctor which helps businesses and people improving their financial health step by step. He also runs a wealth management setup by name of AM Secured Investments. He is on board of a Mutual Fund and has been on board of a bank and various companies (including listed) as well. He has got view from both sides of the table being on boards of organisations as also discussing with top managements in his audit & consulting activities. He was also involved in closing 4 bank takeovers/mergers for Saraswat Bank and 2 takeovers/mergers for Saraswat Infotech Ltd and a few other M&A as a part of his consulting.

He has hands on experience in Mergers & Acquisitions, Investment Advisory, Financial Training, Business Valuations, Corporate Finance & Finance Management, Management Audit, Financial Investigations, Risk Advisory & Business Process Consulting.

The Company has received all statutory disclosures/ declarations from Mr. Amit Anil Pandit including:

- a) Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (the "Appointment Rules");
- b) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act
- c) Declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act, under the SEBI LODR Regulations along with the confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge duties as an Independent Director of the Company;
- d) Declaration pursuant to BSE Circular No. LIST/ COMP/ 14/ 2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/ 2018/ 24 dated June 20, 2018 that she has not been debarred from holding office of a Director by virtue of any order passed by the SEBI or any other such authority;

- e) Does not have any shareholding (including shareholding as a beneficial owner) in the Company and is not related to any of the Directors/ Managers/ Key Managerial Personnel of the Company;
- f) Does not have any existing pecuniary relationship with the Company and has not received any remuneration from the Company in the past; and
- g) Confirmation that she is in compliance with Rules 6(1) and 6(2) of the Appointment Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Mr. Amit Pandit profile vis-à-vis the Board Skill Matrix was evaluated by the Committee and the balance of skills, knowledge and experience possessed by him.

Considering Mr. Amit Pandit relevant experience, his qualifications and skillsets, understanding of Company's business and its dynamics, the Nomination and Remuneration Committee asserted that Mr. Amit Pandit has deep understanding of the Indian insurance landscape which shall strengthen company's operational excellence. She also has requisite capabilities, ability and experience to discharge his duties as an Independent Director of the Company. The Committee believes that association of Mr. Amit Pandit would be beneficial to the Company and recommended his candidature.

The Board opined that Mr. Amit Pandit possesses relevant expertise/ experience and fulfills the conditions specified in the Act and the SEBI LODR Regulations for appointment as an Independent Director and he is independent of the management. The Board accorded its approval to appoint Mr. Amit Pandit as Independent Director of the Company for a term of five years with effect from May 28, 2025 subject to approval of shareholders of the Company.

The specific areas of expertise and other relevant information as required under the SEBI LODR Regulations and Secretarial Standards - 2 are provided as an **Annexure 1** to this Notice.

Except Mr. Amit Pandit, none of the other Directors, Key Managerial Personnel, Promoters or their relatives are in any way concerned or interested, financially or otherwise, in the said resolution.

The Board recommends passing of the resolution as set out in Item No. 1 of the Notice as a Special Resolution and requests shareholders' approval for the same.

ITEM NO. 2 - REVISION IN REMUNERATION OF MR. MITARAM JANGID (DIN: 00043757), MANAGING DIRECTOR OF THE COMPANY

Members are aware that Mr. Mitaram Jangid, was reappointed as a Managing Director of the Company for a period of five years with effect from 26th May 2023 till 25th May 2028, by means of Special Resolution passed by the Members vide postal ballot held on 22.06.2023 of the Company on the terms and conditions including payment of remuneration.

In view of the rich experience and expertise knowledge, on the recommendation of Nomination and Remuneration committee, the Board of Directors at their meeting held on 28th May 2025 have given approval for increase in remuneration as set out in the resolution and as detailed below

- i. Remuneration: A salary upto Rs.3,50,00,000/-per annum with effect from April 01, 2025
- ii. Perquisites and Allowances: The Company may provide by way of perquisites and allowances as and when decided by board or Committees.
(Excluding the following):

- a) Contribution to Provident Fund as per the rules of the Company.
 - b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service subject to the maximum limit as permissible under the payment of Gratuity Act, 1972.
 - c) Leave and encashment of leave as per the rules of the Company.
 - d) Medical and Hospitalization as per the rules of the Company.
- iii. The Company shall pay or reimburse to the Managing Director all costs, charges and expenses that may be incurred by her for the purpose of or on behalf of the Company.

Information as required under Section II, Part II of Schedule V of the Companies Act, 2013 :

I. General Information:

- i. Nature of Industry: Real Estate
- ii. Date of Commencement of Activities/incorporation : 09/01/1997
- iii. Financial Performance of the Company:

(In lakhs)

Particulars	FY 2024-25	FY 2023-24	FY 2022-23
Operational and other Income	9,911.32	6,657.71	3,524.51
Profit before Depreciation and Tax	1747.10	540.42	311.53
Less: Depreciation	43.13	41.84	49.93
Profit before Tax	1,703.97	498.58	261.60
Less: Tax expenses (includes provision for deferred tax asset/liability)	378.85	(9.76)	(0.45)
Profit after tax	1,325.12	508.34	262.05

- iv. Foreign investments or collaborations: NIL

II. Information about the Director:

i. Background details:

Mr. Mitaram Ramlal Jangid, aged 65 has completed his graduation in Commerce from Mumbai University in 1979. In 1987, he partnered with Mr. Subodh Nemlekar and founded our company. He has been a Director of the Company since incorporation.

ii. Past remuneration: Rs. 75,00,000/- p.a.

iii. Recognition or awards: -

iv. Job Profile & his Suitability:

He has 32 plus years' experience in construction industry. He has achieved good market reputation and creditability and has grown our Company to one of the trusted Real Estate Company in Mumbai & Goa. He has a good command on construction activities and heads Design Development activity of our Company and also looks after the overall progress of all projects of our company. He is Secretary of Jangid Seva Sangh, Mumbai.

v. Remuneration proposed: Mentioned above

vi. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: Taking in to size of the Company, industry benchmark in general, profile, position the proposed remuneration is in line with the current remuneration structure of industry.

vii. Pecuniary relationship, directly or indirectly, with the Company or relationship with the Key Managerial Personnel or other Director, if any: Besides the remuneration, Mr. Mitaram Jangid does not have any other pecuniary relationship with the Company.

III. Other Information:

- i. **Reasons of loss or inadequate profits:** Not Applicable, as the Company has adequate profits for the financial year under review.
- ii. **Steps taken or proposed to be taken for improvement:** Not Applicable

IV. Disclosures

The requisite disclosures shall be made in the Director's Report under the heading "Corporate Governance"

The Board now seeks to confirm the revision in his remuneration and recommends the Resolution to be passed as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives other than Mr. Mitaram Jangid in any way concerned or interested, financially or otherwise, in the proposed Special Resolution, set out at Item No. 2 of the Notice.

ITEM NO. 3 - REVISION IN REMUNERATION OF MR. BHUSHAN NEMLEKAR (DIN: 00043824), CHIEF FINANCIAL OFFICER & WHOLE TIME DIRECTOR OF THE COMPANY

Members are aware that Mr. Bhushan Nemlekar, was reappointed as a Whole Time Director of the Company for a period of five years with effect from 26th May 2023 till 25th May 2028, by means of Special Resolution passed by the Members vide postal ballot held on 22.06.2023 of the Company on the terms and conditions including payment of remuneration.

In view of the rich experience and expertise knowledge, the Nomination and Remuneration committee and Board of Directors at their meeting held on 28th May 2025 have given approval for increase in remuneration as set out in the resolution and details are mentioned below

- i. Remuneration : A salary upto Rs.3,50,00,000/-per annum with effect from April 01, 2025
- ii. Perquisites and Allowances: The Company may provide by way of perquisites and allowances as and when decided by board or Committees.
(Excluding the following):
 - a) Contribution to Provident Fund as per the rules of the Company.
 - b) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service subject to the maximum limit as permissible under the payment of Gratuity Act, 1972.
 - c) Leave and encashment of leave as per the rules of the Company.
 - d) Medical and Hospitalization as per the rules of the Company.
- iii. The Company shall pay or reimburse to the Managing Director all costs, charges and expenses that may be incurred by her for the purpose of or on behalf of the Company.

Information as required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. General Information:

- i. Nature of Industry: Real Estate
- ii. Date of Commencement of Activities/incorporation: 09/01/1997
- iii. Financial Performance of the Company:

(in lakhs)

Particulars	FY 2024-25	FY 2023-24	FY 2022-23
Operational and other Income	9,911.32	6,657.71	3,524.51
Profit before Depreciation and Tax	1747.10	540.42	311.53

Less: Depreciation	43.13	41.84	49.93
Profit before Tax	1,703.97	498.58	261.60
Less: Tax expenses (includes provision for deferred tax asset/liability)	378.85	(9.76)	(0.45)
Profit after tax	1,325.12	508.34	262.05

iv. Foreign investments or collaborations: NIL

II. Information about the appointee:

i. Background details

Mr. Bhushan Subodh Nemlekar, aged 47, has completed his Bachelor of Commerce Mumbai University and has a degree in Executive MBA (Owner/President Management - 2015) from Harvard Business School, Boston, USA. He has been associated with our Company since 18 years.

ii. Past remuneration: Rs. 50,00,000/- p.a.

iii. Recognition or awards: -

iv. Job Profile & her Suitability:

Mr. Bhushan Nemlekar is the Director who has started his career from Sumit Group. He handles and leads the Sales Department along with Project Financing and is responsible for formulating strategies for marketing in order to achieve corporate goals and objectives. Good command on Management of Business, Wants to Expand Sumit Group in all Aspects.

v. Remuneration proposed: Mentioned above

vi. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: Taking in to size of the Company, industry benchmark in general, profile, position the proposed remuneration is in line with the current remuneration structure of industry.

vii. Pecuniary relationship, directly or indirectly, with the Company or relationship with the Key Managerial Personnel or other Director, if any: Besides the remuneration, Mr. Bhushan Nemlekar does not have any other pecuniary relationship with the Company.

III. Other Information:

Reasons of loss or inadequate profits: Not Applicable, as the Company has adequate profits for the financial year under review.

Steps taken or proposed to be taken for improvement: Not Applicable

IV. Disclosures

The requisite disclosures shall be made in the Director's Report under the heading "Corporate Governance"

The Board now seeks to confirm the revision in his remuneration and recommends the Resolution to be passed as a Special Resolution.

Except Bhushan Nemlekar and Mr. Subodh Nemlekar being his relative, none of the Directors and/or Key Managerial Personnel or their relatives, are interested or concerned in the resolution.

ITEM NO. 4 - REVISION IN REMUNERATION OF MR. SUBODH NEMLEKAR (DIN: 00043795), NON- EXECUTIVE DIRECTOR.

The Members are hereby informed that the Board of Directors of the Company on the recommendation of the Nomination & Remuneration Committee, at its meeting held on May 28,

2025, considered and approved the revision in remuneration payable to Mr. Subodh Nemlekar, Non-Executive Director of the Company.

In recognition of his valuable contributions, experience, and continued involvement in providing strategic guidance to the Company, the Board has approved the payment of remuneration by way of commission or otherwise, not exceeding ₹50,00,000/- (Rupees Fifty Lakh only) per annum. This remuneration is in addition to the sitting fees payable for attending meetings of the Board of Directors and/or its Committees and reimbursement of expenses incurred in connection with participation in such meetings.

Pursuant to the provisions of Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), where the annual remuneration payable to a single Non-Executive Director exceeds fifty percent of the total remuneration payable to all Non-Executive Directors of the Company, taken together, such payment requires prior approval of the Members by way of a Special Resolution.

In view of the foregoing and considering that the remuneration proposed to be paid to Mr. Subodh Nemlekar may exceed the aforesaid threshold, the Board recommends the approval of the Members by way of a Special Resolution for the remuneration payable to him, as detailed above.

Information as required under Section II, Part II of Schedule V of the Companies Act, 2013:

I. General Information:

- i. Nature of Industry: Real Estate
- ii. Date of Commencement of Activities/incorporation: 09/01/1997
- iii. Financial Performance of the Company:

(In lakhs)

Particulars	FY 2024-25	FY 2023-24	FY 2022-23
Operational and other Income	9,911.32	6,657.71	3,524.51
Profit before Depreciation and Tax	1747.10	540.42	311.53
Less: Depreciation	43.13	41.84	49.93
Profit before Tax	1,703.97	498.58	261.60
Less: Tax expenses (includes provision for deferred tax asset/liability)	378.85	(9.76)	(0.45)
Profit after tax	1,325.12	508.34	262.05

- iv. Foreign investments or collaborations: NIL

II. Information about the Director:

i. Background details:

Mr. Subodh Nemlekar is the Promoter of our Company involved in marketing, public relations, Business development activities and promotion of Sumit Group.

ii. Past remuneration: Rs. 25,00,000/- p.a.

iii. Recognition or awards: -

iv. Job Profile & his Suitability:

He has experience in construction industry for last 40 plus years. He worked earlier in the Vigilance branch - DIG's Office, Western Railway, Churchgate. He then took voluntary retirement to pursue his career in the Construction & Development Industry. He is the founder member of the Company along with Mr. Mitaram Jangid.

- Deeply involved in marketing, public relations, Business development activities and promotion of Sumit Group.
- v. **Remuneration proposed:** Mentioned above
 - vi. **Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:** Taking in to size of the Company, industry benchmark in general, profile, position the proposed remuneration is in line with the current remuneration structure of industry.
 - vii. **Pecuniary relationship, directly or indirectly, with the Company or relationship with the Key Managerial Personnel or other Director, if any:** Besides the remuneration, Mr. Subodh Nemlekar does not have any other pecuniary relationship with the Company.

III. Other Information:

- i. **Reasons of loss or inadequate profits:** Not Applicable, as the Company has adequate profits for the financial year under review.
- ii. **Steps taken or proposed to be taken for improvement:** Not Applicable

IV. Disclosures

The requisite disclosures shall be made in the Director's Report under the heading "Corporate Governance"

Except Mr. Subodh Nemlekar and Bhushan Nemlekar being his relative, none of the Directors and/or Key Managerial Personnel or their relatives, are interested or concerned in the resolution.

ITEM NO. 5 - APPROVAL FOR INCREASE IN THE BORROWING LIMITS OF THE COMPANY UNDER SECTION 180 (1) (C) OF THE COMPANIES ACT, 2013.

In view of the Company's ongoing business activities and future expansion plans, the Company foresees a continuous requirement of working capital and financial resources to fund its day-to-day operations as well as to meet the capital requirements for upcoming projects. To support these initiatives and to capitalize on emerging business opportunities without operational or financial delays, it is proposed to enhance the borrowing powers of the Board of Directors.

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot, except with the consent of the shareholders by way of a Special Resolution, borrow monies (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) where the aggregate amount of such borrowings, together with the monies already borrowed by the Company, exceeds the aggregate of its paid-up share capital, free reserves, and securities premium.

Accordingly, the approval of shareholders is being sought to authorize the Board to borrow monies from time to time, as may be required, for the purpose of business operations and expansion, provided that the total borrowings of the Company outstanding at any time shall not exceed ₹1,000 Crores (Rupees One Thousand Crores only).

Further, for the purpose of securing such borrowings, it may be necessary for the Company to pledge, mortgage, hypothecate, or otherwise create charge on all or any part of the movable and/or immovable properties of the Company, both present and future. Such creation of charge or mortgage on the whole or substantially the whole of the undertaking(s) of the Company requires the prior approval of shareholders by means of a Special Resolution.

The Board of Directors Recommend the Special Resolution for approval by the members.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested in the above proposed resolution, except to their equity holdings and Directorships in the Company, if any.

ITEM NO. 06 - APPROVAL FOR ENTERING INTO MATERIAL RELATED PARTY TRANSACTIONS

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), applicable provisions of the Companies Act, 2013 and in accordance with the Company's Policy on Related Party Transactions, all material related party transactions which, either individually or taken together with previous transaction(s) during a financial year, exceed 1,000 crores or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, requires approval of the Members of the Company.

The Company, in the ordinary course of its business and in alignment with its business requirements, proposes to enter into various transactions with related parties, the estimated aggregate value of which is expected to be ₹100 Crores (Rupees One Hundred Crores Only) during the financial year 2024-25, for the parties listed in Item No. 06 of the Notice. The value of such transactions is likely to exceed the materiality threshold as specified under Regulation 23 of the Listing Regulations and accordingly requires the prior approval of the members of the Company by means of an Ordinary Resolution.

The Board is of the opinion that the aforesaid Resolution set out at Item No.6 of the accompanying Notice is in the best interest of the Company and its members and hence, commends the Ordinary Resolution set out under Item No. 6 for approval by the Members of the Company.

Mr. Mitaram Jangid, Managing Director and Mr. Bhushan Nemlekar, Whole Time Director and Mr. Subodh Nemlekar and their relatives are deemed to be concerned/ interested in the above transaction, save and except the above, none of the other Directors, Key Managerial Personnel and/ or their relatives, is/ are interested or concerned, financially or otherwise in this resolution.

ITEM NO. 07 - APPROVAL FOR INCREASE IN THE LIMITS APPLICABLE FOR MAKING INVESTMENTS / EXTENDING LOANS AND GIVING GUARANTEES OR PROVIDING SECURITIES IN CONNECTION WITH LOANS TO PERSONS/ BODIES CORPORATE.

The Company may have to render support for the business requirements of its Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested (collectively referred to as the "Entities"), from time to time. However, owing to certain restrictive provisions contained in Section 185 of the Companies Act, 2013 ('the Act'), the Company was unable to extend financial assistance by way of loan to such Entities. The Board of Directors seek consent of the Members by way of a Special Resolution pursuant to Section 185 of the Act (as amended by the Companies (Amendment) Act, 2017) for making loan(s) or providing financial assistance or providing guarantee or securities in connection with the loans taken or to be taken by the Entities for the capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for the expansion of its business activities and other matters connected and incidental thereon for their principal business activities. The Members may note that Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/ or any other appropriate sources, from time to time, only for principal business activities of such Entities.

As per the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended to date, provides that no company is permitted to, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more. Further, the said Section provides that where the giving of any loan or guarantee or providing any security or the acquisition as provided under Section 186(2) of the Act, exceeds the limits specified therein, prior approval of Members by means of a Special Resolution is required to be passed at a general meeting. In view of the above and considering the long term business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, prior approval of the Members is being sought for the same.

The Board of Directors Recommend the Special Resolution for approval by the members.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested in the above proposed resolution, except to their equity holdings and Directorships in the Company, if any.

**By Order of the Board of Directors
For Sumit Woods Limited**

**Place: Mumbai
Date: 28-05-2025**

**Sd/-
Ms. Rekha Bagda
Company Secretary & Compliance Officer**

Annexure 1

DETAILS OF DIRECTORS SEEKING APPOINTMENT
Pursuant to Regulation 36(3) of the SEBI LODR Regulations and
Secretarial Standard - 2 on General Meetings

Name of the Director	Mr. Amit Anil Pandit
DIN	02437092
Date of Birth	30.03.1971
Age	54 Years
Date of first appointment on the Board	28 th May 2025
Qualifications	<ul style="list-style-type: none"> • Member of Institute of Internal Auditors of India (IIA) • Member of Institute of Chartered Accountants of India (ICAI) • Member of Bombay Chartered Accountants Society (BCAS)
Profile, Experience and Expertise in specific functional areas	Finance – Accounts
Skills and capabilities required for the role and the manner in which the proposed Director meets such requirements	Please refer to the explanatory statement to the resolution
Terms and conditions of appointment	Appointment as an Independent Director for a term of 5 (five) years from May 28, 2025 up to May 27, 2030 (both days inclusive)
Details of remuneration last drawn (FY 2024-25)	Not Applicable
Details of remuneration sought to be paid	Sitting Fees and Commission as detailed in the explanatory statement
Directorships in other Companies (excluding foreign companies)	D-Link India Ltd Lovable Lingerie Ltd AM Square Partners Pvt. Ltd. LIC Mutual Fund Trustee Co. Ltd. Global Chamber for Saraswat Entrepreneurs- A section 8 company
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	Lovable Lingerie Ltd - Chairman- Audit Committee, Member- CSR Committee. LIC Mutual Fund Trustee Co. Ltd- Member- Audit Committee & Risk Committee)
No. of Board meeting attended	Nil
List of other Listed Companies (excluding foreign Companies)	D-Link India Ltd Lovable Lingerie Ltd
Listed entities from which the Director has resigned from Directorship in the past three years	Trugrow Finvest Services Pvt. Ltd
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	Lovable Lingerie Ltd- (Chairman- Audit Committee, Member- CSR Committee)

	LIC Mutual Fund Trustee Co. Ltd (Member-Audit Committee & Risk Committee)
Number of Equity Shares held in the Company (including shareholding as a beneficial owner)	None
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	None

Annexure 2**DETAILS OF DIRECTORS IN RESPECT OF WHOM APPROVAL FOR REVISION
IN REMUNERATION IS SOUGHT**

Pursuant to Secretarial Standard - 2 on General Meetings

Name of the Director	Mitaram Jangid
DIN	00043757
Date of Birth	18/06/1956
Age	69 Years
Date of first appointment on the Board	09/01/1997
Qualifications	Commerce Graduate
Profile, Experience and Expertise in specific functional areas	He has 40 plus years' experience in construction industry. He has achieved good market reputation and creditability and has grown our Company to one of the trusted Real Estate Company in Mumbai & Goa. He has a good command on construction activities and heads Design Development activity of our Company and also look after the overall progress of all projects of our company. He is President of Vishwakarma Educational trust.
Skills and capabilities required for the role and the manner in which the proposed Director meets such requirements	Mr. Mitaram Ramlal Jangid has completed his graduation in Commerce from Mumbai University in 1979. In 1987, he partnered with Mr. Subodh Nemlekar and founded our company. He has been on the Director since the incorporation.
Terms and conditions of appointment	As per terms and condition mentioned in Appointment letter and code of conduct approved by Board of Directors
Details of remuneration last drawn (FY 2024-25)	Upto Rs.75,00,000/-per annum
Details of remuneration sought to be paid	Upto Rs.3,50,00,000/-per annum
Directorships in other Companies (excluding foreign companies)	<ol style="list-style-type: none"> 1. Sumit Hills Private Limited 2. Sumit Eminence Private Limited 3. Sumit Matunga Builders Private Limited 4. Mitasu Developers Private Limited 5. Homesync Real Estate Advisory Private Limited 6. Sumit Abode Private Limited 7. Sumit Infotech Private Limited 8. Second Home Resorts Limited
Membership/Chairpersonship of Committees in other companies (excluding foreign companies)	NA
No. of Board meeting attended	6 for FY 2024-25
List of other Listed Companies (excluding foreign Companies)	NA
Listed entities from which the Director has resigned from	NA

Directorship in the past three years	
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	NA
Number of Equity Shares held in the Company (including shareholding as a beneficial owner)	41,09,090
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	NA

Name of the Director	Bhusha Nemlekar
DIN	00043824
Date of Birth	15/04/1978
Age	47 years
Date of first appointment on the Board	11/12/2002
Qualifications	Bachelor of Commerce Mumbai University and has a degree in Executive MBA (Owner/President Management - 2015) from Harvard Business School, Boston, USA.
Profile, Experience and Expertise in specific functional areas	Mr. Bhushan Subodh Nemlekar, aged 43, has completed his Bachelor of Commerce Mumbai University and has a degree in Executive MBA (Owner/President Management - 2015) from Harvard Business School, Boston, USA. He has been associated with our Company since 18 years.
Skills and capabilities required for the role and the manner in which the proposed Director meets such requirements	Mr. Bhushan Nemlekar is the Director who has started his career from Sumit Group. He handles and leads the Sales Department along with Project Financing and is responsible for formulating strategies for marketing in order to achieve corporate goals and objectives. Good command on Management of Business, Wants to Expand Sumit Group in all Aspects.
Terms and conditions of appointment	As per terms decided by board of directors of Sumit Woods Limited
Details of remuneration last drawn (FY 2024-25)	Upto: Rs.50,00,000/- p.a.
Details of remuneration sought to be paid	Upto: Rs.3,50,00,000/- p.a.
Directorships in other Companies (excluding foreign companies)	<ol style="list-style-type: none"> 1. Sumit Infotech Private Limited 2. Mitasu Woods Private Limited. 3. Sumit Matunga Builders Private Limited 4. Mitasu Developers Private Limited 5. Homesync Real Estate Advisory Private Limited 6. Sumit Abode Private Limited 7. Global Chamber Of Saraswat Entrepreneurs 8. Second Home Resorts Limited 9. Sumit Eminence Private Limited
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	NA
No. of Board meeting attended	6 for FY 2024-25
List of other Listed Companies (excluding foreign Companies)	NA
Listed entities from which the Director has resigned from Directorship in the past three years	NA

Memberships / Chairmanships of committees of other companies (excluding foreign companies)	NA
Number of Equity Shares held in the Company (including shareholding as a beneficial owner)	16,63,090
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	NA

Name of the Director	Subodh Nemlekar
DIN	00043795
Date of Birth	24/11/1951
Age	74 years
Date of first appointment on the Board	09/01/1997
Qualifications	Economics and graduated with B.A from Shivaji University, Kolhapur
Profile, Experience and Expertise in specific functional areas	Mr. Subodh Nemlekar is the Promoter of our Company involved in marketing, public relations, Business development activities and promotion of Sumit Group.
Skills and capabilities required for the role and the manner in which the proposed Director meets such requirements	He has experience in construction industry for last 40 plus years. He worked earlier in the Vigilance branch - DIG's Office, Western Railway, Churchgate. He then took voluntary retirement to pursue his career in the Construction & Development Industry. He is the founder member of the Company along with Mr. Mitaram Jangid. Deeply involved in marketing, public relations, Business development activities and promotion of Sumit Group.
Terms and conditions of appointment	As per terms decided by board of directors of Sumit Woods Limited
Details of remuneration last drawn (FY 2024-25)	Upto: Rs.25,00,000/- p.a.
Details of remuneration sought to be paid	Upto: Rs.50,00,000/- p.a.
Directorships in other Companies (excluding foreign companies)	<ol style="list-style-type: none"> 1. Mitasu Woods Private Limited. 2. Sumit Woods Limited 3. Sumit Matunga Builders Private Limited 4. Sumit Abode Private Limited 5. Sumit Infotech Private Limited 6. Second Home Resorts Limited
Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	NA
No. of Board meeting attended	6 for FY 2024-25
List of other Listed Companies (excluding foreign Companies)	NA
Listed entities from which the Director has resigned from Directorship in the past three years	NA
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	NA

Number of Equity Shares held in the Company (including shareholding as a beneficial owner)	16,63,090
Inter-se relationship with other Directors and Key Managerial Personnel of the Company	NA