

VISPARK JEWELLERY MANUFACTURERS PRIVATE LIMITED
(CIN: U27205TZ1992PTC003877)
REGISTERED OFFICE ADDRESS: NO. 601, RAJA STREET, COIMBATORE-641001.

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 33RD ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S. VISPARK JEWELLERY MANUFACTURERS PRIVATE LIMITED WILL BE HELD ON FRIDAY 26.09.2025 AT NO.11, G.N. MILLS POST, METTUPALAYAM ROAD, COIMBATORE - 641029 AT 4.00 PM TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2025 and the reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

2. To consider and approve the re-appointment of Mr. Suraj Shantakumar (DIN: 03110364) as Managing Director of the Company

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

RESOLVED THAT pursuant to the provisions of Section 196 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded for re-appointing Mr. Suraj Shantakumar (DIN: 03110364) as Managing Director of the Company for a further period of five years with effect from 01.12.2025 to 30.11.2030 at a remuneration as may be determined by the Board of Directors.

RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized on behalf of the Company to do all such acts, deeds and things as may be expedient, necessary and desirable for the purpose of giving effect to this resolution.

3. To consider and approve the re-appointment of Mr. Paras Paresh Mehta (DIN: 00009470) as Whole-time Director of the Company

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

RESOLVED THAT pursuant to the Provisions of Section 196 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), approval of the members be and is hereby accorded for re-appointing Mr. Paras Paresh Mehta (DIN: 00009470) as Whole-time Director of the Company for a further period of five years with effect from 01.12.2025 to 30.11.2030 at a remuneration as may be determined by the Board of Directors.

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RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized on behalf of the Company to do all such acts, deeds and things as may be expedient, necessary and desirable for the purpose of giving effect to this resolution.

Date: 04.09.2025
Place: Coimbatore

For and on behalf of the Board



SURAJ SHANTAKUMAR
(DIN: 03110364)
MANAGING DIRECTOR

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of himself/herself and such proxy need not be a member of the company. The instrument appointing a proxy should be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.
2. The Notice is sent to all the members, whose name appeared in the Register of Members.
3. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the aforementioned special businesses is attached.
5. The Company has obtained International Securities Identification Number (ISIN): INE178V01017) for its equity shares during the financial year 2024-2025. Members holding shares in physical form are requested to dematerialize their holdings through their Depository Participant (DP) to avail the benefits of dematerialisation and ensure ease of transferability.
6. Members are requested to note that the venue of the 33rd Annual General Meeting is No. 11 G.N. Mills Post, Mettupalayam Road, Coimbatore – 641029, Tamilnadu, India and the route map containing the complete particulars of the venue is attached to the notice.

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Form No. MGT-11

Proxy form

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

Name of the member(s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

I/We, being the member (s) of **VISPARK JEWELLERY MANUFACTURERS PRIVATE LIMITED** holding shares, hereby appoint

1. Name:

E-mail Id:

Address:

Signature:

or failing him

2. Name:

E-mail Id:

Address:

Signature:

or failing him

3. Name:

E-mail Id:

Address:

Signature:

or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company, to be held on Friday, 26.09.2025 at 4.00 p.m. at No. 11, GN Mills Post, Mettupalayam Road, Coimbatore - 641029 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions:

1. To consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2025 and the reports of the Board of Directors and Auditors thereon.
2. To consider and approve the re-appointment of Mr. Suraj Shantakumar (DIN: 03110364) as Managing Director of the Company.
3. To consider and approve the re-appointment of Mr. Paras Paresh Mehta (DIN: 00009470) as Whole-time Director of the Company

Signed this _____ day of _____ 2025

Signature of shareholder _____ Signature of Proxy holder(s): _____

Affix
Revenue
Stamp

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

REGISTERED OFFICE ADDRESS: NO. 601, RAJA STREET, COIMBATORE-641001.

Name of the Director	Mr. Suraj Shantakumar
DIN	03110364
Age	39 years
Qualification	BBM (California, USA)
Experience/Brief Resume	18 years in Jewellery field
Terms & Conditions of Appointment/ Reappointment with remuneration	Re-appointed as Managing Director for a further period of 5 years w.e.f 01.12.2025
Remuneration Last Drawn (FY 2024-2025)	Rs. 24,00,000/-
Date of First Appointment on the Board	05.01.2015
Shareholding in the Company as on 31.03.2025	99,990 Equity shares
Relationship with other Directors	Son of Mr. T. Shantakumar

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No. of Board Meetings attended during the Financial Year 2024-2025	6/6
Directorships of other Boards as on date	3
Membership/Chairmanship of Committees of other Boards as on Date	Nil

Accordingly, the Board of Directors recommends Ordinary Resolution as set out in Item No.2 of the Notice convening the Annual General Meeting for the approval of the shareholders.

Except Mr. Suraj Shantakumar, Managing Director and Mr. T. Shantakumar, Director, none of the Directors of the Company or their relatives are, in any way, concerned or interested in the resolution set out at Item No. 2 of the Notice.

Item No.3

Mr. Paras Pareesh Mehta (DIN: 00009470) was re-appointed as Whole-time Director of the Company for a period of 5 years with effect from 01.12.2020 at the Board meeting held on 04.09.2020. The tenure of Mr. Paras Pareesh Mehta as Whole-time Director comes to an end on 30.11.2025.

The Board of Directors of the Company at their meeting held on 04.09.2025 has, subject to the approval of members in the ensuing General Meeting, re-appointed Mr. Paras Pareesh Mehta as Whole-time Director of the Company for a further period of 5 years with effect from 01.12.2025 as contained in agenda Item no.3 of the notice convening the Annual General Meeting.

The details of the appointee Whole-time Director pursuant to Secretarial Standards on General Meetings is provided hereunder:

Name of the Director	Mr. Paras Pareesh Mehta
DIN	00009470
Age	49 Years
Qualification	B.Sc (London)
Experience/Brief Resume	26 years experience in the Diamonds and Jewellery business
Terms & Conditions of Appointment / Reappointment with remuneration	Re-appointed as Whole-time Director for a further period of 5 years w.e.f 01.12.2025
Remuneration Last Drawn (FY 2024-2025)	Rs. 48,00,000/-
Date of First Appointment on the Board	05.01.2015
Shareholding in the Company as on 31.03.2025	10 Equity shares
Relationship with other Directors	Nil
No. of Board Meetings attended during the Financial Year 2024-2025	6/6
Directorships of other Boards as on date	8

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Membership/Chairmanship of Committees of other Boards as on Date	1
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Accordingly, the Board of Directors recommends Ordinary Resolution as set out in Item No.3 of the Notice convening the Annual General Meeting for the approval of the shareholders.

Except Mr. Paras Paresh Mehta, none of the Directors of the Company or their relatives are, in any way, concerned or interested in the resolution set out at Item No. 3 of the Notice.

For and on behalf of the Board

Date: 04.09.2025
Place: Coimbatore


Suraj Shantakumar
(DIN: 03110364)
Managing Director