

NOTICE

NOTICE is hereby given that the 33rd Annual General Meeting of the members of **MASK INVESTMENTS LIMITED (CIN L65993GJ1992PLC036653)** will be held on **Friday, September 26, 2025 at 10.30 A.M.** at the registered office of the Company situated at Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Choryasi, Surat-395007, Gujarat to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Narayan Sitaram Saboo (DIN No. 00223324), liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

SPECIAL BUSINESS:

3. **To consider and approve the appointment of Secretarial Auditors.**

To consider and if thought fit to pass, the following as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company (‘Board’), M/s. Dhirren R Dave & Co. , Practicing Company Secretaries having firm registration number P1996GJ002900, be and is hereby appointed as the Secretarial Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 38th Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company.

RESOLVED FURTHER THAT the Board and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/ or otherwise considered by them to be in the best interest of the Company.”

4. **To Reappoint Ms. Samiksha Nandwani (DIN: 08815491) as an Independent Director of the Company.**

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act"), and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read and Regulation 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") [including any statutory modification(s) / amendment(s) / re-enactment(s) thereto], and the Articles of Association of the Company and on the basis of the recommendation and approval of Nomination and Remuneration Committee and the Board of Directors of the Company respectively, approval of the Members of the Company be and is hereby accorded to the re-appointment of Ms. Samiksha Nandwani (DIN: 08815491), who was appointed as an Independent Director of the Company for a term of 5 (Five) consecutive years commencing from 24th August, 2020 and who being eligible for re-appointment as an Independent Director has given her consent along with a declaration that she meets the criteria of Independence as provided under the Act and the SEBI Listing Regulations, 2015 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from 25th August, 2025 up to 24th August, 2030 (both days inclusive).

RESOLVED FURTHER THAT any one of the Directors of the Company and Company Secretary be and are hereby severally authorised to do all the things and deeds as may be necessary including to file requisite forms with the Ministry of Corporate Affairs / Registrar of Companies, Gujarat, for and on behalf of the Company."

**On behalf of the Board of Directors of
Mask Investments Limited**

**Sd/-
Narayan Sitaram Saboo
Chairman & Director
DIN: 00223324**

**Date: August 12, 2025
Place: Surat**

MASK INVESTMENTS LIMITED
Office No. 908, 9th Floor,
Rajhans Montessa, Dumas Road,
Magdalla, Choryasi,
Surat-395007, Gujarat.

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. The proxy need not be a member of the company. A blank form of proxy is enclosed herewith and, if intended to be used, it should be returned duly completed at the registered office of the company not less than Forty-Eight hours before the scheduled time of the commencement of Annual General Meeting. In case of joint holders attending the meeting, the member whose name appears as the first holder in the order of names as per the register of members of the Company will be entitled to vote.
2. A person can act as proxy on behalf of members not exceeding fifty in number and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. However, a member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate members intending to authorize their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board Resolution/authorization Letter authorizing their representative. The shareholder needs to furnish the printed attendance slip along with a valid identity proof such as the PAN card, passport, AADHAAR card or driving license. Members holding equity shares in electronic form and proxies thereof are requested to bring their DP Id and client id for identification.
4. Members/Proxies/Authorized Representatives are requested to bring to the AGM, the enclosed Attendance Slip sent along with the Annual Report duly completed and signed mentioning therein details of their DP ID and Client ID/Folio Number. Duplicate Attendance Slip and/or Copies of the Annual report shall not be issued/available at the venue of the meeting.
5. The Register of Members and share Transfer Book shall remain closed from **Saturday, September 20, 2025 to Friday, September 26, 2025 (Both Days Inclusive)** for purpose of 33rd AGM of the company.
6. Members can inspect the register of Director and Key Managerial Personnel and their shareholding, required to be maintained under section 170 of the Companies Act, 2013 during the course of the AGM at the venue.
7. As per the provisions of Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, Members are advised to make nomination in respect of their shareholding in the Company. Members holding shares in physical form should file their nomination with M/s Adroit Corporate Services Private Limited, Company's Registrar and Share Transfer Agents, whilst those Members holding shares in dematerialized mode should file their nomination with their Depository Participant(s) in the prescribed Form SH-13.
8. Members holding shares in physical form are requested to promptly notify in writing any changes in their address/bank account details/e-mail address/mandates/nominations/power of attorney/contact numbers etc., to the Adroit Corporate Services Pvt. Ltd. at 19/20 Jaferbhoy Ind. Estate, 1st floor, Makwana Road, Marol, Andheri (E), Mumbai - 400059, Tel : +91- 22-28596060/ 28594060.

9. Members holding shares in electronic form are requested to intimate immediately any changes pertaining to their address/bank account details/ e-mail address/mandates, nominations/power of attorney/contact numbers etc., if any, directly to their Depository Participant(s) with whom they maintain their Demat accounts.

DISPATCH OF ANNUAL REPORT, PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF NOTICE AND ANNUAL REPORT:

10. In accordance with the provisions of the Companies Act, 2013 and SEBI Circulars, the Notice of AGM along with the Annual Report has been sent through email only to Members whose email IDs are registered with Adroit Corporate Services Private Limited (RTA) as on cut-off date i.e. September 19, 2025 and the Depository Participant/Depository. Printed copy of the annual report (including the Notice) is not being sent to the Members.
11. The Notice of the AGM and the Annual Report are available on the website of the Company viz. www.maskinvestments.com and also on the National Stock Exchange of India Limited viz. www.nseindia.com.
12. Members who have still not registered their email IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their email IDs registered by contacting their respective Depository Participant. Members holding shares in physical mode are requested to register their email IDs by sending details to the Company at compliancesecretary@maskinvestments.com or Adroit Corporate Services Private Limited (RTA) at info@adroitcorporate.com, for receiving the Notice and Annual Report.
13. The Company and the RTA has been mandated by Securities and Exchange Board of India (SEBI) vide circular dated April 20, 2018 for submission of Permanent Account Number (PAN) by every participant in securities market to maintain copy of the Permanent Account Number (PAN) and the Bank Account details of all the Members. Members who has not yet submitted are, therefore, requested to submit their self-attested PAN and original cancelled Cheque leaf/attested bank passbook showing name of the Account Holder and Aadhar Card to the Company/RTA.
14. Queries on accounts and operations of the Company, if any, may be sent to the Company Secretary of the Company, ten days in advance of the Annual General Meeting so as to enable the Management to keep the information ready at the meeting.
15. A route map showing directions to the venue of the 33rd AGM is given at the end of this Notice as per the requirement of the Secretarial Standard-2 on "General Meetings".

16. Information and other instructions relating to e-voting are as under:

- I. Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by NSDL.

- II. The members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'polling paper'. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- III. M/s. Dhiren R. Dave & Co., Practicing Company Secretary has been appointed to act as the Scrutinizer for conducting the remote e-voting process as well as the voting through Poll Paper, in a fair and transparent manner.
- IV. The Scrutinizer, after scrutinizing the votes cast at the meeting (polling paper) and through remote e-voting, will, not later than 2 days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company. The results shall be communicated to the Stock Exchanges.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-

The remote e- voting facility will be available during the following voting period:

<u>Commencement of remote e- voting</u>	<u>End of remote e- voting</u>
Tuesday, September 23, 2025 at 9:00 A.M.	Thursday, September 25, 2025 at 5:00 P.M

The remote e-voting module shall be disabled by NSDL thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 19, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 19, 2025.

How do I vote electronically using NSDL e-Voting system?

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 and joining virtual meeting 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.	- 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 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 - 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. - Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in Demat mode with CDSL	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	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.

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.co.in or call at 022 - 4886 7000.
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

B) Login Method for e-Voting 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 121725 then user ID is 121725001***

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.co.in 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting.
3. 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.
4. Upon confirmation, the message "**Vote cast successfully**" will be displayed.
5. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
6. 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 drd@drdcs.net with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "eVoting" 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 and 022 - 2499 7000 or send a request to (Pallavi Mhatre, Senior manager) at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of 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 compliancesecretary@maskinvestments.com/investor_relations@maskinvestments.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 compliancesecretary@maskinvestments.com/investor_relations@maskinvestments.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 and joining virtual meeting for Individual shareholders holding securities in Demat mode**.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
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.

Please note the following:

A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote

e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than Two Working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

Other information:

- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
 - It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
16. M/s. Dhirren R. Dave & Co., Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
17. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of poll for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
18. The results declared along with the report of the scrutinizer's shall be placed on the website of the Company www.maskinvestments.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited.

**On behalf of the Board of Directors of
Mask Investments Limited**

**Date: August 12, 2025
Place: Surat**

**Sd/-
Narayan Sitaram Saboo
Chairman & Director
DIN: 00223324**

MASK INVESTMENTS LIMITED
Office No. 908, 9th Floor,
Rajhans Montessa, Dumas Road,
Magdalla, Choryasi,
Surat-395007, Gujarat.

ANNEXURE TO NOTICE**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")****ITEM NO. 3:****Appointment of Secretarial Auditors Pursuant to Regulation 24A of Listing Regulations, as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (Amendment), the appointment of Secretarial Auditors:**

Based on the recommendation of the Audit Committee, the Board of Directors their meeting held on 24th May, 2025, based on the recommendation of the Audit Committee, approved the appointment and remuneration of M/s. Dhirren R Dave & Co., Practicing Company Secretaries having UIN: P1996GJ002900, as the Secretarial Auditors of the Company to hold office for a term of 5 (five) years commencing from financial year 2025-26 till the financial year 2029-30. M/s. Dhirren R Dave & Co., Practicing Company Secretaries have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment, if made, would be within the prescribed limits under the Act and rules framed thereunder and SEBI Listing Regulations, 2015. Pursuant to the provisions of Regulation 24A(1)(1A) of the SEBI Listing Regulations, 2015, M/s. Dhirren R Dave & Co., Practicing Company Secretaries have confirmed that they are not disqualified to be appointed as Secretarial Auditors of the Company.

Proposed Fee: The proposed fee to the Secretarial Auditors as determined by the Board in consultation with Secretarial Auditors, on recommendation of Audit Committee, from time to time.

The proposed fee is based on knowledge, expertise and industry experience possessed by them. The fees for any other professional work including certifications will be in addition to the audit fee as mentioned above and will be decided by the management in consultation with the Auditors.

Credentials: M/s Dhirren R. Dave & Co. is Surat based firm of Company Secretaries in whole time practice from last 22 years. The Firm provides advisory and consulting services in the areas of Company Law related compliances, Corporate Restructuring, Merger & Amalgamation, Corporate Disputes and NCLT matters, SME listing matters, Capital market advisory and other allied services. The Firm holds a valid Peer Review Certificate No. P1996GJ002900.

Rationale for recommendation: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act and rules framed thereunder and SEBI Listing Regulations, 2015 with regard to secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

The Board of Directors recommends the resolution set forth at Item No. 03 of this Notice for your approval. None of the Directors, Key Managerial Personnel and relatives thereof has any concern or interest, financial or otherwise in the resolution at Item No. 03 of this Notice.

ITEM NO. 4**Re- Appointment of Ms. Samiksha Rajesh Nandwani (DIN: 08815491) As Non-Executive Independent Director of the Company:**

Ms. Samiksha Rajesh Nandwani (DIN: 08815491) is currently an Independent Woman Director of the Company. The Board of Directors, at its meeting held on 24th August, 2020 appointed Ms. Samiksha Rajesh Nandwani as an Independent Woman Director of the Company for a term of 5 (five) consecutive years effective from 24th August, 2020 up to 24th August, 2025 (both days inclusive), and the same was approved by the members of the Company at their 28th Annual General Meeting held on, 28th September, 2020. Ms. Samiksha Rajesh Nandwani, holds the degree of Bachelors in Business Administration. She has done specialization in Marketing Field and she is fashion Merchandiser.

In the opinion of the Board, Ms. Samiksha Rajesh Nandwani fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations, 2015 and is independent of the management. The Board of Directors at its meeting held on 6th August, 2025, on the recommendation of the Nomination and Remuneration Committee and based on the performance evaluation, considered that given her background, experience and contributions made by her during her tenure, the association of Ms. Samiksha Rajesh Nandwani will be beneficial to the Company and it is desirable to re-appoint Ms. Samiksha Rajesh Nandwani as an Independent Woman Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years w.e.f. 25th August, 2025. The draft letter of appointment setting out terms and conditions of re-appointment of Ms. Samiksha Rajesh Nandwani shall be open for inspection by the Members at the Registered Office of the Company during its business hours on any working days. The other details as required under the Secretarial Standards ("SS-2") and Regulation 36(3) of the SEBI Listing Regulations, 2015 and other applicable provisions, if any, are provided in Annexure A to this Notice. The Board of Directors recommends the Special Resolution set out in Item No. 4 of the Notice for approval by the members. Except Ms. Samiksha Rajesh Nandwani, neither of the Promoters, Directors, Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board, therefore, recommends the resolution at Item No. 04 of this Notice for your approval.

ANEXURE TO THE NOTICE**DISCLOSURE PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, RELATING TO DIRECTORS SEEKING APPOINTMENT /RE-APPOINTMENT AT THE AGM:**

Name of Director	Mr. Narayan Sitaram Saboo	Ms. Samiksha Rajesh Nandwani
DIN	00223324	08815491
Designation	Chairman & Director	Independent director
Date of Birth	12-12-1961	14-12-1994
Date of Original Appointment	January 16, 2006	August 24,2020
Expertise in Specific Functional Area	He is having rich experience in the field of Business development and general management and vast experience in financial services field.	Ms. Samiksha Nandwani, holds the degree of Bachelors in Business Administration. She has done specialization in Marketing Field and She is fashion Merchandiser
Qualification	B.COM & LL.B	Bachelors in Business Administration Specialization in Marketing
Terms and conditions of appointment/reappointment	Re-appointment on a retirement by rotation as a Chairman and Director	Re-appointment as an Independent Director of the company for a period of 5 consecutive years with effect from 25th August, 2025 till 24th August, 2030, and that she shall not be liable to retire by rotation (refer Item no. 04 of this Notice read with the explanatory statement thereto).
Number of Board Meetings attended during the F.Y. 2024-25	5 (Five)	5 (Five)
Disclosure of relationship of Directors with Manager and KMP of the Company	Mr. Narayan Sitaram Saboo is the elder brother of Mr. Naresh Sitaram Saboo - Director of the company & Father-in-law of Mrs. Ayushi Naresh Saboo - Managing Director & CFO of the Company.	Not related to any of the Directors or Key Managerial Personnel of the Company.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board [along with	1.Mohit Industries Limited • Audit Committee – Member • Stake holder Relationship Committee – Member	1. Mask Investments Limited • Audit Committee – Member • Stakeholders Relationship Committee –Member

listed entities from which the person has resigned in the past three years]		
Directorship in other Companies	2	2
Chairmanship / Membership of Committees in other Companies	--	2

*As per regulation 26(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

MASK INVESTMENTS LIMITED

CIN: L65993GJ1992PLC036653

Regd. office: Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road,
Magdalla, Choryasi, Surat-395007, Gujarat

Phone: +91-261-2463262, 2463263

Email: contact@maskinvestments.comWebsite: www.maskinvestments.com**ATTENDANCE SLIP**

Folio No./DP ID/ Client ID	
No. of Equity Shares Held	

I hereby record my presence at the 33rd Annual General Meeting of the Company being held at registered office of the Company at Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Choryasi, Surat-395007, Gujarat on Friday, September 26, 2025 at 10:30 A.M.

Name of Shareholder (In Block letter)	
Name of proxy/ Authorized Representatives attending* (In Block letter)	

*Applicable for Shareholders holding Shares in Dematerialized Form.

Signature of the attending Shareholder/
Proxy/ Authorized Representative*

Note: Please Fill Attendance Slip and hand it over at the entrance of the Meeting Hall. Joint shareholders may obtain additional Slip at the venue of the meeting.

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Email: contact@maskinvestments.com Website: www.maskinvestments.com**Form No. MGT-11**
(PROXY FORM)

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

I/We_____ being member(s) of above named company, hereby appoint

- Name:_____ Address:_____ Email
Id:_____ Signature _____, or failing him;
- Name:_____ Address:_____ Email
Id:_____ Signature _____, or failing him;
- Name:_____ Address:_____ Email
Id:_____ 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, September 26, 2025 at 10:30 A.M. at the registered office of the Company situated at Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Choryasi, Surat-395007, Gujarat and at any adjournment thereof in respect of the following resolutions:

Particulars	For	Against
ORDINARY BUSINESS		
1 To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.		
2 To appoint a director in place of Mr. Narayan Sitaram Saboo (DIN No. 00223324), who retires by rotation and being eligible, offers himself for reappointment.		
SPECIAL BUSINESS		

1	Appointment of Secretarial Auditors Pursuant to Regulation 24A of Listing Regulations, as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (Amendment), the appointment of Secretarial Auditors.		
2	Re- Appointment Of Ms. Samiksha Rajesh Nandwani (DIN: 08815491) As Non-Executive Independent Director Of The Company		

Signed this _____ day of _____, 2025

Signature of Shareholder:
Proxy holder(s):

Signature of

Affix Revenue Stamp

Notes: -

1. This form should be signed across the stamp as per specimen signature registered with the Company.
2. The Proxy, to be effective, should be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
3. Those members who have multiple folios with different joint holders may use copies of this attendance slip/proxy.

*Applicable for Investors holding shares in Demat form.

MASK INVESTMENTS LIMITED

CIN: L65993GJ1992PLC036653

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Magdalla, Choryasi, Surat-395007, Gujarat

Phone: +91-261-2463262, 2463263

Email: contact@maskinvestments.com Website: www.maskinvestments.com**Form No. MGT- 12****POLLING PAPER / BALLOT PAPER***[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies
(Management and Administration) Rules, 2014]*

For 32nd AGM of the Company on Friday, September 26, 2025 at 10:30 A.M. at the
registered office of the Company situated at Office No. 908, 9th Floor, Rajhans Montessa,
Dumas Road, Magdalla, Choryasi, Surat-395007, Gujarat

SR	Particulars	Details
1.	Name of First Named Shareholder(s) (including joint holders, if any) in block Letters	
2.	Registered Address of Sole & First named Shareholders beneficial owner	
3.	Registered Folio No. / *DP ID No. Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares of Rs. 10 each

I/We hereby exercise my/our vote in respect of the following Resolution(s) as set out in the Notice of
32nd Annual General Meeting of the Company on Friday, September 27, 2024 at 10:30 A.M. by
conveying my/our assent or dissent to the said Resolution(s) by placing the tick (✓) mark at the
appropriate box below.

Item No.	Description	No. of Equity Shares held	I/We assent to the Resolution	I/We dissent to the Resolution
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ORDINARY BUSINESS

1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.			
2.	To appoint a Director in place of Mr. Narayan Sitaram Saboo (DIN 00223324), who retires by rotation and being eligible, offers himself for reappointment.			

SPECIAL BUSINESS

3..	Appointment of Secretarial Auditors Pursuant to Regulation 24A of Listing Regulations, as amended vide SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 (Amendment), the appointment of Secretarial Auditors.			
4.	Re- Appointment Of Ms. Samiksha Rajesh Nandwani (DIN: 08815491) As Non-Executive Independent Director Of The Company			

Place: Surat

Date:

Signature of the equity shareholder/ proxy holder(s)

ROUTE MAP to the Venue of the 33rd Annual General Meeting of Mask Investments Limited to be held on Friday, September 26, 2025 at the registered office of the Company situated at Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Choryasi, Surat-395007, Gujarat

