

NIHILENT LIMITED

CIN: U72900PN2000PLC014934

Regd. Off: Office No. 403 & 404, 4th Floor, Weikfield IT Citi Infopark, Nagar Road, Pune-411014, Maharashtra, India.

NOTICE OF TWENTY FIFTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Twenty Fifth Annual General Meeting (1st of 2025) of the Members of Nihilent Limited will be held on Tuesday the 30th day of September 2025 at 11.30 a.m. (IST) at the Registered Office of the Company at 403/404, 4th Floor, Weikfield IT Citi Infopark, Nagar Road, Pune 411014, India to transact the following businesses:

ORDINARY BUSINESS

1. **To receive, 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 the Auditors thereon.**
2. **To consider re-appointment of Mr. Minoo Dastur (DIN: 01095903) who retires by rotation and being eligible, offers himself for re-appointment.**

SPECIAL BUSINESS

3. **TO APPROVE ALTERATION AND ADOPTION OF AMENDED ARTICLES OF ASSOCIATION**

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

“RESOLVED THAT pursuant to the provisions of Section 14, and other applicable provisions, if any, of the Companies Act, 2013 and the rules, circulars, notifications framed thereunder (as amended, modified and restated from time to time) and pursuant to the recommendation made by the Board, the consent of the members be and is hereby given for the alteration of the Articles of Association and adoption of the amended Articles of Association of the Company, the draft of which as placed before the meeting, duly initialled by the Chairman for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT for the purposes of giving effect to the above, any directors and/or Company Secretary of the Company, be and is hereby severally authorized to file necessary statutory forms and any other documents with the Registrar of Companies in relation to alteration of the Articles Of Association of the Company, and do all such acts, deeds and things as may be required in this regard.”

4. **TO APPROVE INCREASE IN EXISTING BORROWING LIMITS OF THE COMPANY AS REQUIRED U/S 180(1) OF THE COMPANIES ACT, 2013**

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

“RESOLVED THAT pursuant to Section 180(1)(c) and all other applicable provisions if any, of the Companies Act, 2013 read along with Articles of Association of the Company and pursuant to the recommendation made by the Board of Directors of the Company, the approval of the members be and is hereby given, to borrow money for and on behalf of the Company from time to time as deemed by it to be requisite and proper for the business of the Company, but so that the moneys to be borrowed together with the moneys already borrowed by the Company shall not exceed INR 2,500 Million (Indian Rupees Two Thousand Five Hundred Million Only) in excess of the aggregate of its paid share capital and free reserves of the Company as per the latest annual audited financial statements, apart from debenture

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already issued and temporary loans obtained from the Debenture Holders and Company's bankers in the ordinary course of business.

FURTHER RESOLVED THAT in terms of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read along with Articles of Association of Company and pursuant to the recommendation made by the Board of Directors of the Company, consent of the members be and is hereby accorded to hypothecate, pledge, mortgage, charge or create any other encumbrance in all or any part of movable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company together with power to take over the management of the business and concern of the Company in certain events to or in favour of Banks, Financial Institutions, any other lenders or debenture trustees or security trustees to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the maximum limit of the obligations secured by such security interest created by the Company shall not exceed INR 2,500 Million (Indian Rupees Two Thousand Five Hundred Million Only).

RESOLVED FURTHER THAT the Securities to be created by the Company for its borrowing as aforesaid may rank with the security already created in the form of mortgage or hypothecation and / or charges already created or to be created in future by the Company as may be agreed to between the Board and concerned parties.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all acts, deeds, matters and things as may deem necessary, proper or desirable expedient to passing of above resolutions.”

5. TO APPROVE SUB-DIVISION OF EQUITY SHARES FROM THE FACE VALUE OF RS. 10/- PER SHARE TO RS. 2/- PER SHARE

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

“**RESOLVED THAT** pursuant to the provisions of Section 61(1)(d) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and other enabling provisions of the Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned authorities or bodies, and pursuant to the recommendation of the Board of Directors of the Company, the consent of the Members, be and is hereby accorded to Sub-divide each of the Equity Shares of the Company having a face value of Rs. 10/- each in the Authorized, Issued, Subscribed and Paid-up Share Capital of the Company into Five (5) Equity Shares having a face value of Rs. 2/- each fully paid, ranking pari passu in all respects with each other.

RESOLVED FURTHER THAT pursuant to the Sub-division of the Equity Shares of the Company, all the issued, subscribed and paid-up Equity Shares of nominal value of Rs. 10/- each of the Company existing on the 30th September 2025 as Record Date fixed by the Board shall stand Sub-divided into Equity Shares of nominal value of Rs. 2/- each fully paid up.

RESOLVED FURTHER THAT upon the subdivision, the existing share certificates representing the pre-subdivided equity shares shall be deemed to be automatically cancelled

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and new share certificates shall be issued in respect of the subdivided equity shares, in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, and in the case of shares held in dematerialized form, the corresponding entries shall be made by the depositories.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take all such steps as may be necessary, proper or expedient to give effect to this resolution and to do all such acts, deeds, matters, and things and to execute all such documents, instruments, and writings as may be required in this connection including filing of necessary forms with the Registrar of Companies and other concerned authorities.”

6. TO APPROVE ALTERATION AND ADOPTION OF AMENDED MEMORANDUM OF ASSOCIATION

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 and 61 of the Companies Act, 2013, and other applicable provisions, if any, read along with rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to such approvals, consents, permissions and sanctions as may be necessary from the concerned authorities, the consent of the Members of the Company be and is hereby accorded to alter the Memorandum of Association of the Company by substituting the existing clause relating to the Authorized Share Capital with the following new clause:

‘The Authorized Share Capital of the Company is Rs. 730,500,000 (Rupees Seventy-Three Crores and Five Lakhs) divided into 365,250,000 (Thirty-Six Crores Fifty-Two Lakhs and Fifty Thousand) equity shares of Rs. 2 (Rupees Two) each.’

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary and expedient to give effect to this resolution including filing necessary forms and returns with the Registrar of Companies and to delegate any of its powers to any Director or Officer of the Company.”

7. TO APPROVE PAYMENT OF REMUNERATION TO NON-EXECUTIVE DIRECTORS

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time and, subject to other approvals as may be required and pursuant to the recommendation made by the Nomination and Remuneration Committee and Board of Directors of the Company, consent be and is hereby accorded to the payment and distribution of such sum of commission by way of remuneration, **not exceeding in aggregate, 1% per annum of the net profits** of the Company for any financial year to Non-Executive Directors of the Company, the quantum, proportion and manner of such payment and distribution to be made as the Board of Directors of the Company may from time to time decide.

FURTHER RESOLVED THAT in the event if in any financial year, there **are no profits or profits are inadequate**, the Company may pay to the Non-Executive Directors of the

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Company, commission by way of remuneration in accordance with the limits specified in Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the above remuneration shall be in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board and/or other meetings being paid to the non-executive Directors.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.”

**On behalf of the Board
For Nihilent Limited**

Sd/-

Rahul Bhandari

Company Secretary

Place: Pune

Date: 04th September 2025

Notes:

1. Explanatory statement under Section 102 of the Companies Act 2013 is enclosed.
2. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.** The instrument appointing proxy in order to be effective, should be deposited at the registered office of the company at least 48 hours before the time of commencement of the meeting.
3. A person can act as a proxy on behalf of the members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint one person as a proxy and such person shall not act as a proxy for any other person or member. Proxies submitted on behalf of Companies etc., must be supported by an appropriate resolution/authorization, as applicable.
4. Route map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.
5. Members are requested to bring their copy of the Annual Report along with them to the meeting.
6. The notice of this Annual General Meeting (AGM) and Annual Report of the Company are circulated to the Members of the Company is available on the Company's website, viz. www.nihilent.com.
7. Members desiring any information with regard to Accounts/Reports are requested to submit their queries addressed to the Company Secretary at least 10 days in advance of the meeting so that the information called for can be made available at the meeting.

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

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO-3

Pursuant to the merger of Arcalis Technologies Private Limited with Nihilent Limited, the Company entered into Deed of Hypothecation and Debenture amendment deed dated 28th April 2025 to supplement Debenture Trust Deed dated 07th December 2023. In order to bring it in line with the provisions of Deed of Hypothecation and Debenture Amendment deed dated 28th April 2025, it is necessary to amend the existing Articles of Association subject to the approval of the shareholders.

The Board of Directors have passed a resolution to alter the Articles of Association of the Company (the "AOA") at their meeting held on 28 June 2025. Pursuant to Section 14 of the Companies Act 2013, an alteration to the AOA requires approval of the shareholders by way of special resolution. The Board recommends the special resolution set out in the notice for approval by the members of the Company.

The draft of the AOA is available for inspection of the members of the Company at the registered office of the Company on all working days during business hours up to and including the date of this Annual General Meeting and the approval of the members is sought for the purposes of the said alteration.

None of the Directors, Key Managerial Personnel (KMP) of the Company and the relative of Directors have any concern or interest, financial or otherwise in the said matter.

ITEM NO-4

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of a company shall not borrow money, where the money to be borrowed together with the money already borrowed by the company (apart from temporary loans obtained from the company's bankers in the ordinary course of business), will exceed the aggregate of its paid-up share capital, free reserves, and securities premium, except with the consent of the members of the company by way of a special resolution.

Considering the Company's business expansion plans and future funding requirements for capital expenditure, working capital needs, re-financing and other general corporate purposes, the Board of Directors of the Company, at its meeting held on 28th June 2025, has proposed to increase the existing borrowing limits up to a sum not exceeding INR 2,500 Million (Indian Rupees Twenty Five Hundred Million only), at any point in time, over and above the aggregate of paid-up share capital, free reserves, and securities premium of the Company.

Further, in order to facilitate securing the borrowing made by the Company and also for the purposes of providing third party security from time to time, it would be necessary to create charge on the assets or whole of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members of the Company (by way of a special resolution) in the general meeting.

This approval will also include the power to secure such borrowings by way of mortgage, charge, hypothecation, or other encumbrances on any or all of the moveable and/or immovable properties

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and assets of the Company, both present and future, in favour of the lenders or trustees for the holders of debentures/bonds/other instruments.

Accordingly, the Board recommends the resolution as set out in the accompanying Notice for the approval of the members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company, or their relatives is in any way concerned or interested, financially or otherwise, in the proposed resolution.

ITEM NO-5

Presently, the equity shares of the Company have a face value of ₹10/- (Rupees Ten only) each share. In order to provide affordability to Company's equity shares for Employees through ESOP Schemes, the Board has proposed to sub-divide each equity share of face value of Rs. 10/-each into Five equity shares of the face value of Rs. 2/- each pursuant to the provisions of Section 61(1) (d) of the Companies Act, 2013 ("the Act"), the rules made thereunder and other applicable provisions. The sub-division will result in an increase in the number of outstanding equity shares of the Company, while the aggregate paid-up share capital of the Company will remain unchanged. The record date fixed by the Board is 30th September 2025.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members as an Ordinary Resolution under the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company, or their relatives is in any way concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company, if any.

ITEM NO-6

Presently, the authorised share capital of the Company is Rs. 730,500,000 (Rupees Seventy-Three Crores and Five Lakhs) divided into 73,050,000 (Seven Crores Thirty Lakhs and Fifty Thousand) equity shares of Rs. 10 (Rupees Ten) each. The Company proposes to sub-divide each existing equity share of face value ₹10/- (Rupees Ten only) into 5 (Five) equity shares of ₹2/- (Rupees Two only) each, fully paid-up. Consequent upon the proposed sub-division, it is also necessary to alter the Capital Clause (Clause V) of the Memorandum of Association of the Company to reflect the new structure of the authorized share capital in terms of number and face value of shares.

The draft of the altered Memorandum of Association reflecting the proposed changes is available for inspection at the Registered Office of the Company during normal business hours on all working days up to the date of the General Meeting.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members as an Ordinary Resolution under the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company, or their relatives is in any way concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding in the Company, if any.

ITEM NO-7

The Company's Non-executive Directors are professionals with high level of expertise and have rich experience. Non-executive Directors are actively involved in various decision-making processes and

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make valuable contributions towards business development, governance, long-term strategy and compliances.

The Ministry of Corporate Affairs, by way of a notification dated March 18, 2021, amended Part II of Schedule V of the Companies Act, 2013 (“Act”) to introduce separate limits to the annual remuneration payable to non-executive directors and independent directors. Accordingly, a company may fix remuneration for non-executive and independent directors in accordance with the limits specified in Schedule V of Companies Act 2013 by passing a board resolution followed by a resolution of the shareholders.

The Board has at its meeting held on Sept 4, 2025, on recommendation of Nomination and Remuneration Committee and subject to the approval of the Members, approved the framework for payment of remuneration to the Non-Executive Directors of the Company. The Board recommends the resolution at Item No. 7 of the accompanying Notice for approval by the Members of the Company.

Non-Executive Directors along with their relatives are deemed to be concerned or interested, financially or otherwise in the Resolution.

Disclosure as required under Schedule V to the Companies Act, 2013 is given hereunder:

I. General Information

1. Nature of Industry – **IT & ITES**

2. Date or expected date of commencement of commercial production - **The Company has been in operation since 2000.**

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus - **Not Applicable**

4. Financial Performance on key indicators –

FY 2024-25 -

Particulars	Amount (INR in Million)
Revenue from Operations	4163.92
Other Income	144.72
Total Income	4308.64
Total expenses	4306.22
Profit before tax	2.42
Total Tax expense	139.88
Profit/(Loss) for the year	(137.46)
Earnings/(Loss) Per Share -Basic and Diluted INR	(27.19)

5. Foreign Investment or Collaborators, if any - **There is no direct foreign investment in the Company or Foreign collaboration**

ii. Information about the Directors

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Sr. no.	Particulars	Mr. Satish Tripathi	Mr. Ashok Kini	Ms. Apurva Joshi
1	Background details	Mr. Tripathi is Internationally recognized as an accomplished researcher and transformative higher education leader. He graduated at the top of his class from Banaras Hindu University (BHU) in India and holds a doctorate in computer science from the University of Toronto. A fellow of the Institute of Electrical and Electronics Engineers (IEEE) and the American Association for the Advancement of Science (AAAS), he was awarded honorary doctorate from Maharaja Surajmal Brij University in India	Mr. Kini joined State Bank of India as Probationary Officer in 1967 and held key positions during his banking career spanning over 4 decades and retired as Managing Director in 2005. He has, throughout his career, held important board-level positions across numerous corporates in India Inc., namely IndusInd Bank Limited, SBI Capital Markets Limited, UTI Trustee Company Pvt. Ltd. and Gulf Oil Lubricants India Limited, to name a few.	Ms. Joshi is a Certified Forensic Accounting Professional. She is an author of the book “Students Handbook on Forensic Accounting”. She has experience of several years in the domain of Forensic Accounting. Her skills and expertise in Forensic accounting, AML, Fraud, Internal Audit, Corporate governance, Due Diligence, Risk Management, Auditing, Financial analysis, Private Investigations and Litigation Support.
2	Past Remuneration	FY 24-25 - Fee for attending board / committee meetings - INR 450,000 FY 23-24 - Commission - INR 1,282,796	FY 24-25 - Fee for attending board / committee meetings - INR 525,000 FY 23-24 - Commission - INR 1,677,503.00	FY 24-25 - Fee for attending board / committee meetings - INR 575,000 FY 23-24 - Commission - INR 1,282,796
3	Recognition or Awards			
4	Job profile and his suitability	Independent Directors provide their expertise and experience in providing vision for formulation of various policies and overall monitoring of such policies required by the Board/ committees from time to time in which they are nominated. Their role and duties will be those normally required of a Non-Executive Independent Director as prescribed under the Companies Act, 2013.		
5	Remuneration proposed	Commission to all non-executive directors, not exceeding in aggregate 1% per annum of the net profits of the Company and/or as per limits prescribed in Schedule V of the Companies Act, 2013.		

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6	Comparative remuneration profile with respect of industry, size of Company, profile of the position and person	Taking into account the size of the Company, industry benchmark in general, profile, position, responsibility and the current performance the proposed remuneration is in line with the current remuneration structure of the industry
7	Pecuniary relationship directly or indirectly with the Company or the relationship with the Managerial Personnel, if any	There is no other pecuniary relationship with the Company or the Managerial Personnel.

III. Other Information: Reasons of loss or inadequate profits, Steps taken or proposed to be taken for improvement, Expected increase in productivity and profits in measurable terms:

- Refer note 40 on “Business Combination” given in standalone financial statements for FY 2024-25. After merger of Arcalis in Nihilent, the debentures were transferred to Nihilent effective 01.04.2024. Subsequently, Nihilent has a loss after tax, primarily on account of interest on Debentures.
- The Company is seeking alternatives to restructure its borrowings to reduce the interest burden and improve its profitability in future.

IV. Other Disclosures:

(i) all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors; (ii) details of fixed component and performance linked incentives along with the performance criteria; (iii) service contracts, notice period, severance fees; and (iv) stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable. - **The necessary details are disclosed in the Directors Report to the extent applicable.**

**On behalf of the Board
For Nihilent Limited**

Sd/-
Rahul Bhandari
Company Secretary
Place: Pune
Date: 04th September 2025

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ANNEXURE-1

Information of Directors seeking re-appointment/appointment pursuant to Secretarial Standards on General Meetings:

Item No. 2

Name of the Director	Mr. Mino Dastur
Date of Birth	13 November 1960
Date of Appointment on the Board	1 st April 2024 as President & CEO and Whole Time Director. Serves on the Board since 2017.
Qualifications	<ul style="list-style-type: none">• Bachelors in science (University of Mumbai)• Certified Management Consultant (Institute of Management Consultants of India)• Diploma in Business Management (K.C. College of Management Studies)
Experience	More than 38 years in the IT consulting industry
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	<ol style="list-style-type: none">1) Period of appointment of Mr. Dastur as President & CEO is with effect from 1st April 2024 upto 31st March 20272) Personnel Policies: The personnel policies of the Company and the related Rules which are applicable to other employees of the Company are applicable to the Director, unless specifically provided otherwise.3) Use of Car with Driver: The Company provides a car with driver for business and personal use.4) Annual Appraisals: Mr. Dastur is eligible for annual increments, which will be effective from 1st April each year, decided by the Board/ Remuneration Committee based on merit and Company's performance; incentive remuneration and/or commission based on performance criteria to be laid down by the Board; benefits, perquisites and allowances, as may be determined by the Board from time to time.5) The remuneration payable to Mr. Dastur may exceed the overall ceiling of the total managerial remuneration as provided under Section 197 & Schedule V of the Companies Act, 2013 or such other limits as may be prescribed from time to time. In any Financial Year during the tenure of the appointment if the Company has no profits or profits are inadequate, the aforesaid remuneration or the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration.6) The other terms and conditions of current appointment of Mr. Dastur shall remain unaltered.
Last drawn remuneration, if applicable (F.Y 2024-25)	Remuneration paid in FY 2024-25 - INR 38.98 Million
Shareholding in the company	3.61%

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The number of Meetings of the Board attended during the year (FY 24-25)	Five
Relation with other directors/KMP	Nil
Other Directorships, Membership/ Chairmanship of Committees of other Boards.	<ul style="list-style-type: none">• Intellect Bizware Services Private Limited Committee membership: <ul style="list-style-type: none">• Nihilent Limited – CSR Committee• Nihilent Limited-Audit Committee

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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 shares of the above-named company, hereby appoint

1. Name:
Address:
E-mail Id:
Signature:, or failing him

2. Name:
Address:
E-mail Id:
Signature:, or failing him

3. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at the 25th Annual General Meeting of the Company, to be held on Tuesday the 30th day of September 2025 at 11.30 a.m. (IST) at the Registered Office of the Company at 403/404, 4th Floor, Weikfield IT Citi Infopark, Nagar Road, Pune 411 014 India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.
.....
.....
.....

Signed this..... day of..... 2025
Signature of shareholder.
Signature of Proxy holder(s)



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.

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TWENTY FIFTH ANNUAL GENERAL MEETING ATTENDANCE SLIP

Venue of the Meeting: 403/404, 4th Floor, Weikfield IT Citi Infopark, Nagar Road, Pune 411014, India

Date & Time: Tuesday the 30th day of September 2025, 11.30 a.m.

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP Id	
Client Id	
Folio No.	
No. of shares held	

I certify that I am the registered shareholders/proxy for the registered shareholder of the Company.

I hereby record my presence at the Twenty Fifth Annual General Meeting of the members of Nihilent Limited will be held on Tuesday the 30th day of September 2025 at 11.30 a.m. (IST) at the Registered Office of the Company at 403/404, 4th Floor, Weikfield IT Citi Infopark, Nagar Road, Pune 411 014.

Signature of Member / Proxy

Note:

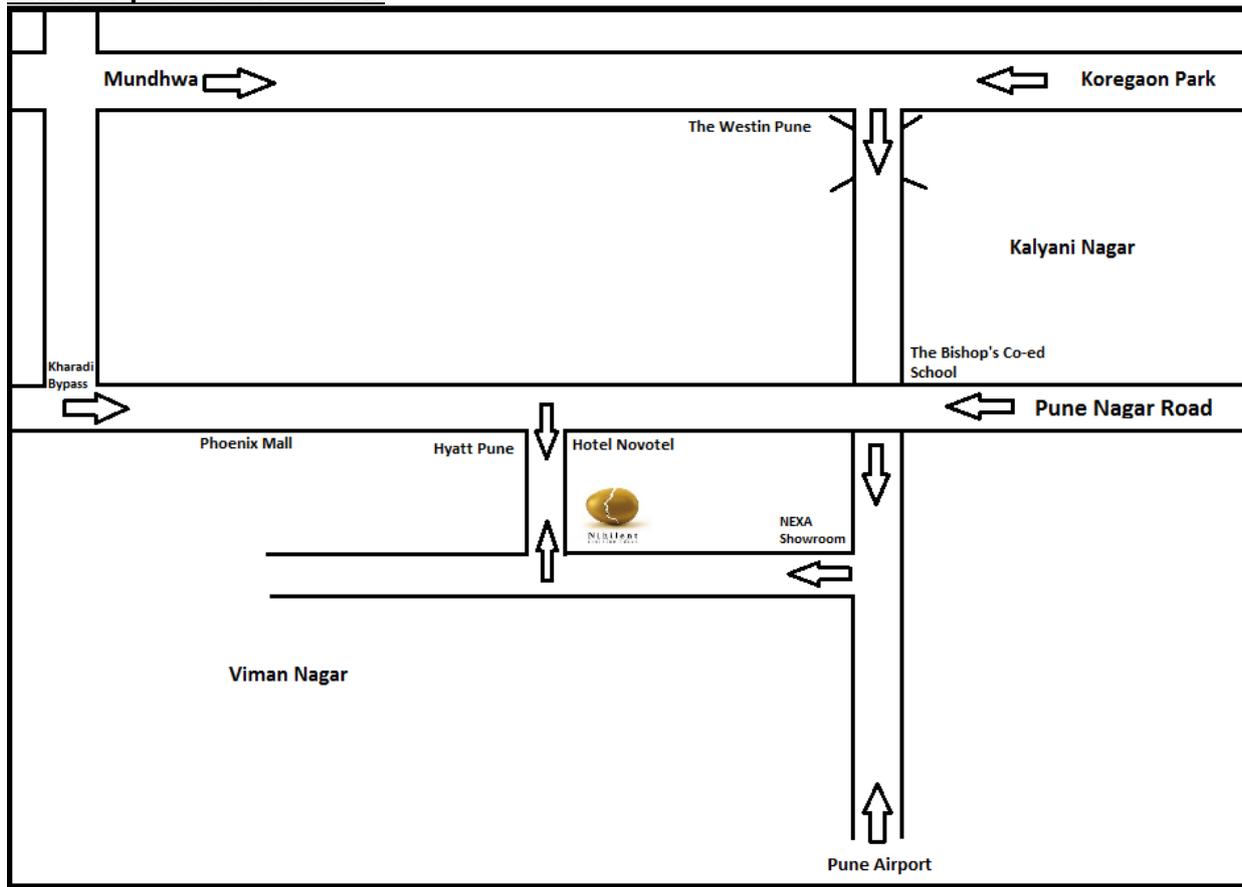
1. Electronic copy of the Annual Report for 2025 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company unless any member has requested for a hard copy of the same. Shareholders receiving electronic copy and attending the Annual General Meeting can print copy of this Attendance Slip.

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Route map to the AGM venue



Venue: 403/404, 4th Floor, Weikfield IT Citi Infopark, Nagar Road, Pune 411014, Maharashtra India