

NRI INVESTMENTS LIMITED

Reg. Off: 26/1/1A, Strand Road, Kolkata, West Bengal- 700 001
Corporate Office: 5th Floor, Pacific Mall, Jasola Apollo Metro Station, Mathura Road, New Delhi-110025
CIN: L70100WB1992PLC055577

NOTICE

Notice is hereby given that the 33rd Annual General Meeting (AGM) of **NRI Investments Limited** will be held on Friday, 26th day of September 2025 at 11.00 A.M. at its Registered Office situated at 26/1/1A, Strand Road, Council House Street, Kolkata, West Bengal, India, 700001 to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Financial Statements for the year ended March 31, 2025

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 129 and other applicable provisions, if any, of the Companies Act, 2013, the audited Financial Statements of the Company for the financial year ended 31st March, 2025, together with the Consolidated Financial Statements, comprising the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and the Notes annexed thereto, along with the Reports of the Board of Directors and the Statutory Auditors thereon, be and are hereby considered, approved and adopted."

2. Re-Appointment of Mr. Surender Sharma (DIN: 00189106), who Retires by Rotation.

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 152 and other applicable provisions, if any, of the Companies Act, 2013, Mr. Surender Sharma (DIN: 00189106), who retires by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

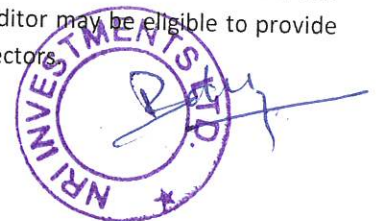
SPECIAL BUSINESS:

3. To appoint M/s. Vinod Goyal & Associates, Company Secretaries as Secretarial Auditor of the Company for the Financial year 2025-26.

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 provision of Section 204 of the Companies Act' 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules 2014 and other applicable provisions, if any, of the Companies Act' 2013, Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable law, if any, (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) the consent of the members be and is hereby accorded to appoint M/s. Vinod Goyal & Associates, Company Secretaries as Secretarial Auditor of the Company for the Financial year 2025-26 on such terms and conditions, including remuneration as may be determined by the Board of Directors of the Company from time to time in consultation with Audit Committee.

"RESOLVED FURTHER THAT approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board of Directors.



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RESOLVED FURTHER THAT Directors of the Company be and are hereby severally authorized to file necessary e-forms to the Registrar of Companies, Kolkata and to do all such acts, deeds and things which may be deemed necessary and expedient to give effect to the above resolution."

Place: New Delhi

Date: 29.08.2025

By Order of the Board
For NRI Investments Limited



Bal Bahadur Karki

Managing Director

DIN: 00189212

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NOTES:

1. A member entitled to attend and vote at the 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. Proxy forms, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 20th September, 2025 to Friday, 26th September, 2025 (both days inclusive) for the purpose of AGM.
3. Members are requested to bring their copy of the Annual Report to the meeting.
4. Members/Proxies should bring the duly filled Attendance Slip for attending the meeting.
5. Owing to a mismatched in the Company's capital records as maintained with NSDL, CSE and MCA remote e-voting facility could not be provided for this AGM.
6. A route map to the venue of the AGM is enclosed herewith for the convenience of shareholders.



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

Item No. 3:

The Board of Directors at its meeting held on 29th August 2025, considering the expertise and experience and on the recommendation of the Audit Committee, inter alia, approved the appointment, subject to the approval of shareholders, of **M/s. Vinod Goyal & Associates**, Company Secretaries as Secretarial Auditor of the Company for the Financial year 2025-26.

Terms and conditions of appointment & remuneration:

a) Term of appointment:

From April 1, 2025 upto March 31, 2026.

b) Remuneration:

Rs. 25,000/- (Rupees Twenty Five Thousand only) per annum plus applicable taxes and other out-of-pocket expenses in connection with the Secretarial audit for Financial Year ending March 31, 2025. The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the Secretarial auditor, which is in line with the industry benchmark. The payment for services in the nature of certifications and other professional work will be in addition to the Secretarial audit fee and shall be determined by the Audit Committee and/or the Board of Directors

c) Fee for subsequent year(s):

As determined by the Audit Committee and/or the Board of Directors.

The Board recommends the Resolution as an Ordinary Resolution as set out in Item No. 3 of the Notice for approval of Members.

None of the Directors and/or Key Managerial Personnel of the Company and / or their respective relatives are concerned or interested, financially or otherwise, in the Resolution set out at Item No.3 of the Notice.

Place: New Delhi

Date: 29.08.2025

By Order of the Board
For NRI Investments Limited



Bal Bahadur Karki
Managing Director
DIN: 00189212

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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]

CIN:	L70100WB1992PLC055577
Name of the Company:	NRI Investments Limited
Registered office:	26/1/1, Strand Road, Kolkata, West Bengal – 700 001

I/ We, being the member (s) of **NRI Investments Limited** holding.....shares of the above named Company, hereby appoint

1.	Name:	
	Address:	
	E-mail ID:	
	Signature:or failing him/her

2.	Name:	
	Address:	
	E-mail ID:	
	Signature:or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at an Annual General Meeting of members of the Company, to be held on Friday, 26th day of September 2025 at 11.00 A.M. at its Registered Office at 26/1/1, Strand Road, Kolkata, West Bengal – 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

Sr. No.	Resolutions	For	Against	Abstain
1.	Ordinary Resolution: Adoption of Financial Statements for the year ended March 31, 2025.			
2.	Ordinary Resolution: Re-Appointment of Mr. Surender Sharma (DIN: 00189106), who Retires by Rotation			
Special Business:				
3.	Ordinary Resolution: Appointment of Secretarial Auditor for the Financial Year 2025-26			

Signed this _____ day of _____ 2025

Signature of Shareholder(s) _____

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 at 26/1/1, Strand Road, Kolkata, West Bengal – 700 001 not less than Forty-Eight hours before the commencement of the Meeting.



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ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the entrance of the place of the meeting

Folio No. : _____

Name of the Shareholder / Proxy: _____

Address: _____

No. of shares held: _____

at the Annual General Meeting of members of the Company, to be held on Friday, 26th day of September 2025 at 11.00 A.M. at its Registered Office at 26/1/1, Strand Road, Kolkata, West Bengal – 700 001 and at any adjournment thereof.

Note:

1. Members/Proxy holders are requested to bring their attendance slip with them when they come to attend the meeting and hand it over at the entrance after signing it.
2. Members/Proxy holders who come to attend at the meeting are requested to bring their copies of the Notice convening this Annual General meeting.



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ROUTE MAP

Prominent Landmark:

