

DILIGENT INDUSTRIES LIMITED

CIN: L15490AP1995PLC088116

Registered Office : Dwarka Thirumala Road, Denduluru Village and Mandal, West Godavari-534 432,
Andhra Pradesh - 534432, Phone No: 08829-256077/99, Fax: 08829-256088
E-mail: diligentinvestors@gmail.com, Website: www.diligentindustries.com

06.09.2025

To

**Corporate Relationship Department
BSE Limited, P.J. Towers, Dalal Street
Mumbai - 400001**

Dear Sirs,

SUB: Intimation of Notice of 31st Annual General Meeting, Book Closure, Record Date /
Cut-off Date and E-Voting Information for the 31st AGM.

Ref: ISIN –INE650C01036 & Symbol: DILIGENT

We wish to inform you that the 31st Annual General Meeting (“**31st AGM**”) of the Company will be held on **Tuesday, 30th September, 2025 at 11.30 AM** at the registered office of the Company situated at **Dwarka Thirumala Road, Denduluru Village and Mandal, Eluru District, AP– 534 432**, to transact the business as set out in the attached Notice of the 31st AGM.

Further that in compliance with provisions of section 108 of the Companies Act, 2013 and rule 20 of the Companies (management Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing remote e-voting facility before the AGM as well as voting facility during the AGM to members to exercise their right to vote at the Annual General Meeting by electronic means / poll and the business may be transacted through such voting, through e-Voting services provided by Central Depository Services (India) limited (“**CDSL**”).

The Schedule of Events for 31st AGM is as follows: -

E-Voting Services provider	CDSL E-Voting
E-Voting Start Date - End Date	27/09/2025 (9:00 a.m. IST) to 29/09/2025 (5:00 p.m. IST).
Cut Off Date / Record Date	23/09/2025
Book Closure	24/09/2025 to 30/09/2025 (both days inclusive)
AGM Date & Time	Tuesday, 30 th September, 2025 at 11.30 AM
Venue of the AGM	Registered Office: Dwarka Thirumala Road, Denduluru Village & Mandal, Eluru Dist, Andhra Pradesh -534432, India.

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During this period, the members of the Company, holding shares either in physical form or in Dematerialized form, as on the **Cut-off Date / Record Date**, may opt for remote e-voting. The voting module shall be disabled by CDSL for voting thereafter. Members who have not exercised voting right through remote e-voting, shall exercise at AGM during the AGM on poll.

This is for your information and record.

Thanking you,

Yours Sincerely,

For **Diligent Industries Limited**

Bhanu Prakash Vankineni

Managing Director

DIN: 00919910

COMPANY INFORMATION

Board of Directors

Mr. Bhanu Prakash Vankineni	: Managing Director
Mr. Kiran Kumar Vankineni	: Executive Director & CFO
Mrs. Phani Anupama Vankineni	: Non-Executive Non-Independent Director
Mr. Durga Prasad Vajjha	: Independent Director (w.e.f. 07/08/2024)
Mr. Lokeswararao Nelluri	: Independent Director
Mr. Mohammed Baba	: Independent Director

Key Managerial Personnel ("KMP")

Mr. Kiran Kumar Vankineni	: Chief Financial Officer
Mr. Ankit Singh	: Company Secretary & Compliance Officer

Board Committees

Audit Committee

Mr. Durga Prasad Vajjha	- Chairperson
Mr. Lokeswararao Nelluri	- Member
Mr. Mohammed Baba	- Member

Statutory Auditors

M/s. P. Suryanarayana & Co
Chartered Accountants
6-3-1092/93, Behind Shanthi Sikhara Apts
Raj Bhavan Road, Somajiguda
Hyderabad – 500 082.

Nomination & Remuneration Committee

Mr. Durga Prasad Vajjha	- Chairperson
Mr. Mohammed Baba	- Member
Mr. Lokeswararao Nelluri	- Member

Secretarial Auditors

M/s. Ganga Anil Kumar & Associates
3-548, 1st Floor, Javahar Vidya Nikethan School
Building, Undavalli Centre, Amaravati, AP – 522501

Stakeholders Relationship Committee

Mr. Lokeswararao Nelluri	- Chairperson
Mr. Mohammed Baba	- Member
Mr. Durga Prasad Vajjha	- Member

Registrars & Share Transfer Agent
Venture Capital & Corporate Investments Pvt. Ltd.
"AURUM", 4th & 5th Floors, Plot No.57, Jayabheri
Enclave Phase – II, Gachibowli, Hyderabad – 500032.
[Email: info@vccipl.com](mailto:info@vccipl.com)
[Website: www.vccipl.com](http://www.vccipl.com)

Factory & Registered Office

Dwarka Thirumala Road,
Denduluru Village and Mandal,
Eluru-534 432, Andhra Pradesh.
Email: diligentinvestors@gmail.com
Web: www.diligentindustries.com

CIN	-L15490AP1995PLC088116
ISIN	- INE650C01036
Listed on	- BSE Limited
Designated Depository	-CDSL

Bankers

ICICI Bank | HDFC | Bank of India | Axis Bank

NOTICE

NOTICE is hereby given that the 31st Annual General Meeting of the Members of **Diligent Industries Limited** will be held on **Tuesday, 30th September, 2025 at 11.30 AM** at the Registered Office of the Company at Dwarka Thirumala Road, Denduluru Village and Mandal, Eluru District, Andhra Pradesh– 534 432, to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1 - Adoption of Audited Standalone Financial Statements for the FY 2024-25.

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Reports of Board of Directors, Auditors and such other reports annexed thereon.

ITEM NO. 2-Appointment of a Director in place of a retiring Director.

To appoint a director in the place of Mr. Kirankumar Vankineni (DIN: 02696680) who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

ITEM NO. 3: Appointment of M/s Ganga Anil Kumar & Associates, as Secretarial Auditors.

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

“RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, M/s Ganga Anil Kumar & Associates, a sole proprietorship firm of Practicing Company Secretaries, (Firm Registration No. S2023AP952200), be and is hereby appointed as the Secretarial Auditors of the Company, for a term of five (5) consecutive financial years commencing from April 01, 2025 till March 31, 2030, at such remuneration as may be determined by the Board of Directors of the Company (including its Committee thereof) in consultation with the Secretarial Auditors.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution.”

ITEM NO.4: Re-appointment of Sri Lokeswararao Nelluri (DIN: 08679768) as an Independent Director of the Company for a further term of 5 years.

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

“RESOLVED THAT Sri Lokeswararao Nelluri (DIN: 08679768), who was re-appointed by the Board of Directors as an Independent Director of the Company with effect from 15/09/2025, in terms of Section 149, 150, 152 and 161 of the Companies Act, 2013 (“the Act”) read with Articles of Association of the Company and who is eligible for re-appointment and who has consented to act as an Independent Director of the Company be and is hereby appointed as an Independent Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and other



applicable rules and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the Articles of Association of the Company and the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the re-appointment of Sri **Lokeswararao Nelluri (DIN: 08679768)**, who meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect, be and is hereby approved, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years with effect from 15/09/2025 to 14/09/2030.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to take such steps and to do all such acts, deeds, things as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO.5: Re-appointment of Sri Baba Mohammed (DIN: 08422704) as an Independent Director of the Company for a further term of 5 years.

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

"**RESOLVED THAT** Sri **Baba Mohammed (DIN: 08422704)**, who was re-appointed by the Board of Directors as an Independent Director of the Company with effect from 05/12/2025, in terms of Section 149, 150, 152 and 161 of the Companies Act, 2013 ("**the Act**") read with Articles of Association of the Company and who is eligible for re-appointment and who has consented to act as an Independent Director of the Company be and is hereby appointed as an Independent Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and the Articles of Association of the Company and the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, the re-appointment of Sri **Baba Mohammed (DIN: 08422704)**, who meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations and who has submitted a declaration to that effect, be and is hereby approved, as an Independent Director of the Company, not liable to retire by rotation, for a term of 5 (Five) years with effect from 05/12/2025 to 04/12/2030.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to take such steps and to do all such acts, deeds, things as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO.6: Increase in the authorized share capital from Rs. 35 Crore to Rs. 40 Crore and consequential amendment to capital clause of the Memorandum of Association (MOA) of the Company.

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

"**RESOLVED THAT** pursuant to Section 13, 61(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, consent of the members be and is hereby accorded for the increase in the Authorized Share Capital of the Company from Rs. 35,00,00,000/- (Rupees Thirty-Five Crores Only) divided into 35,00,00,000 (Thirty-Five Crores) Equity Shares of Rs. 1/- (Rupee One Only) each to Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 40,00,00,000 (Forty Crores) Equity Shares of Rs. 1/- (Rupee One Only) each and that these shares shall rank pari passu in all respects with the existing equity shares.

FURTHER RESOLVED THAT the existing Clause V of the Memorandum of Association of the Company be and is hereby altered to read as follows:



Diligent Industries Limited

V. The Authorized Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 40,00,00,000 (Forty Crores) Equity Shares of Rs. 1/- (Rupee One Only) each.

FURTHER RESOLVED 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, expedient or desirable for the purpose of giving effect to the aforesaid resolutions and in connection with any matter incidental thereto.”

By order of the Board of Directors
For **Diligent Industries Limited**

Place: Denduluru
Date: 05.09.2025.

Sd/-
Mr. Ankit Singhal
Company Secretary & Compliance Officer
Membership No: A31318

Reg. Office: Dwarka Thirumala Road,
Denduluru Village and Mandal,
Eluru District, AP– 534 432.
CIN- L15490AP1995PLC088116
E Mail - diligentinvestors@gmail.com
Website: <https://www.diligentindustries.com>

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on poll instead of him/her and such proxy need not be a member of the Company. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 a proxy for any other person or shareholder.
3. Proxies in order to be effective must be delivered at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. In case you are holding the Company's shares in dematerialized form, please contact your depository participant and give suitable instructions to update your bank details in your demat account and to notify any changes with respect to their addresses email ID, ECS mandate. In case you are holding Company's shares in physical form, please inform Company's RTA viz. M/s. Venture Capital And Corporate Investments Private Limited, "AURUM", 4th & 5th Floors, Plot No.57, Jayabheri Enclave Phase – II, Gachibowli, Hyderabad – 500032, by enclosing a photocopy of blank cancelled cheque of your bank account.
6. M/s. Venture capital and corporate investments private limited, "AURUM", 4th & 5th Floors, Plot No.57, Jayabheri Enclave Phase – II, Gachibowli, Hyderabad – 500032, Phones: 040-23818475 Email: info@vccilindia.com is the **Registrar & Share Transfer Agent (STA / RTA)** of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
7. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the Share Transfer Agent/Company.
8. Members holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agent. Members holding shares in demat form must send the advice about the change in their address to their respective Depository Participants only and not to the company or Company's STA.
9. Members holding shares in physical form are informed to furnish their bank account details to the STA to have printed the same on the dividend warrants so as to avoid any possible fraudulent encashment / misuse of dividend warrants by others.
10. Members seeking any information or clarification on the accounts are requested to send queries in writing to the Registered Office of the Company, at least one week before the date of the meeting. Replies will be provided in respect of such written queries at the meeting.
11. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered office of the Company on all working days, between 11.00 A.M. to 1.00 P.M. up to the date of the meeting.
12. In case of joint holders attending the AGM, the members 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.
13. Members/Proxies are requested to bring the attendance slip filled in for attending the Meeting. Members are requested to come to the venue of the meeting well in advance for registration. No registration will be entertained after fifteen minutes from the scheduled time of the commencement of the meeting.



14. The annual report for the financial year 2024-25 is being sent through email to those members who have opted to receive electronic communication or who have registered their email addresses with the Company/depository participants. The annual report is also available on our website, i.e., <https://www.diligentindustries.com/investor-relations.html#annualreports>. The Notice of the AGM and Annual Report of the Company can also be accessed from the website of the Stock Exchange i.e., [BSE Limited at www.bseindia.com](https://www.bseindia.com). The letter with the web link of the annual report being sent to those members who have not registered their email addresses with the Company/depository participant. The members will be entitled to a physical copy of the annual report for the financial year 2024-25, free of cost, upon sending a written request to the Compliance officer at Dwarka Thirumala Road, Denduluru Village and Mandal, Eluru District, Andhra Pradesh– 534 432 or at email ID at diligentinvestors@gmail.com.
15. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/transposition and deletion of name of deceased holder. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agents of the Company i.e., Venture capital and corporate investments private limited.
16. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares.
17. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed dividend account; exchange of securities certificate; sub-division of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, on the website of the Company's Registrar and Transfer Agents, Venture Capital and Corporate Investments Private Limited at <https://www.vccipl.com>. It may be noted that any service request can be processed only after the folio is KYC Compliant.
18. Section 108 of the Companies Act, 2013, read with rules made there under and Sub-regulation (1) of Regulation 44 of SEBI (LODR) Regulations, 2015, requires a listed Company to provide e-voting facility to its shareholders, in respect of all shareholders' resolutions, to be passed at General Meetings. Accordingly, the Company is pleased to offer e-voting facility, for all its members to enable them to cast their vote electronically.
19. In case a member desires to exercise his/her/its vote by using e-voting facility then he/she/it has to carefully follow the instructions as given for E-Voting. He/she/it can use the facility and log in any number of times till he/she/it has voted on the Resolution or till the end of the voting period whichever is earlier. The detailed instructions for E-Voting are given as part of this Notice.
20. Since E-Voting facility is provided to the Members pursuant to Sub-regulation (1) of Regulation 44 of SEBI (LODR) Regulations, 2015 and pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended, the chairman shall call for voting by poll at the meeting and upon such call being made, the voting by show of hands will not be allowed at the meeting.



21. The results of the e-voting and result of the physical voting at the meeting will be declared within 2 Working days from the conclusion of the meeting and the results along with the scrutinizer's report shall be placed on the website of the Company.
22. **Cut-Off Date:** The voting rights of the members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on **Tuesday, 23rd Sep, 2025 being the cut-off date.**
23. The members of the Company, holding shares either in physical form or in dematerialized form, as on **Tuesday, 23rd Sep, 2025 being the cut-off date,** being the cutoff date, may cast their vote (for or against) electronically.
24. The facility for voting through poll shall be made available at the meeting and the members attending the meeting who have not already cast their vote electronically through e-voting shall be able to exercise their voting right at the Meeting.
25. The members who have cast their vote by e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
26. **Scrutinizer:** **Mr. Ganga Anil Kumar, (Membership No F11250 and CP No 26347),** a Practicing Company Secretary has been appointed by the Board as **Scrutinizer** for the purpose of ascertaining the requisite majority for all the businesses in a fair and transparent manner. The results declared along with the scrutinizer's report shall submitted to the Exchange and simultaneously be placed on the website of the Company.
27. Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015, and Secretarial Standard on General Meetings (SS-2), with respect to director seeking appointment/re-appointment at the AGM, a brief profile of the Directors proposed to be appointed, re-appointed, is annexed to this notice as Annexure-I.
28. Pursuant to Regulation of SEBI (LODR) Regulations, 2015, Brief profile of the Auditors proposed to be appointed, is provided in the explanatory statement annexed to this notice.
29. The Proxy Form and the Attendance slip are enclosed with this notice.
30. Pursuant to Secretarial Standard on General Meetings (i.e. SS-2), the route map of the AGM Venue is mentioned in the last page of the report for the convenience of the members of the Company.

Instructions for E-VOTING

CDSL /NSDL e-Voting System – For e-voting during AGM

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- (i) **Voting Period:** The voting period begins on **Saturday, 27th Sep, 2025 at 9:00 AM and ends on Monday, 29th Sep, 2025 at 5:00 PM.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday 23rd Sep, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) **Shareholders who have already voted through CDSL e-voting system prior to the meeting date, would not be entitled to vote at the meeting venue.**
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.



Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System My EASI.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 cdsi 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.



Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period
	2) If the user is 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
	3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

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

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 and 022 - 2499 7000
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(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote. **Diligent Industries Limited's EVSN is 250905105.**
- (ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/



NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (x) Click on the **“RESOLUTIONS FILE LINK”** if you wish to view the entire Resolution details.
- (xi) After selecting the resolution, you have decided to vote on, click on **“SUBMIT”**. A confirmation box will be displayed. If you wish to confirm your vote, click on **“OK”**, else to change your vote, click on **“CANCEL”** and accordingly modify your vote.
- (xii) Once you **“CONFIRM”** your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on **“Click here to print”** option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on **Forgot Password & enter the details as prompted by the system.**
- (xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; anilkumar@ananyalegal.com & diligentinvestors@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.

CDSL E-voting Grievances

All grievances connected with the facility for voting by electronic means may be addressed to Central Depository Services (India) Limited (**CDSL**) using the following contact options.

Central Depository Services India Limited

A Wing, 34/35 Floor, Marathon Futurex,
Mafatlal Mill Compounds,
N M Joshi Marg, Lower Parel (East),
Mumbai - 400013
Tel: 022-62343333

e-Voting Helpdesk Timings

Monday - Friday: 10:00 AM to 6.30 PM
Toll Free: 1800-21-09911

If you have any queries or feedback regarding the e-Voting System you may mail CDSL at helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022-62343626) or Ms. Asawari Kalokhe (022-62343624) or Mr. Rakesh Dalvi (022-62343611).



<https://www.evotingindia.com/homepage.jsp>

Diligent Industries Limited's EVSN is 250905105.

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

The following Explanatory Statement sets out the relevant information as required by Section 102 and other applicable provisions, if any, of the Companies Act, 2013 read with rules framed there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “**SEBI Listing Regulations**”) as may be amended, modified, replaced, substituted, re-stated and/or reissued from time to time:

Item No 3:

Pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations, 2015**”), every listed company is required to annex with its Board’s Report, a secretarial audit report, issued by a Practicing Company Secretary. For this purpose, the Board of Directors of the Company had appointed M/s Ganga Anil Kumar & Associates (“**GAKA**”), a firm of Practicing Company Secretaries, as Secretarial Auditors of the Company for the financial year 2024 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

SEBI vide its notification dated December 12, 2024, amended the SEBI Listing Regulations, 2015. The amended regulations require companies to obtain shareholders’ approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

In light of the aforesaid, the Board of Directors of the Company, pursuant to the recommendations of the Audit Committee, has recommended appointment of GAKA, a firm of Practicing Company Secretaries, as the Secretarial Auditors of the Company for a term of five consecutive financial years commencing from April, 01 2025 till March 31, 2030.

GAKA has a rich experience and the team is mentored by a senior professional of repute who has worked with a large conglomerates and government undertakings.

Furthermore, in terms of the amended regulations, GAKA has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate.

GAKA has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest. GAKA has further furnished a declaration that they have not taken up any prohibited non-secretarial audit assignments for the Company.

The Board shall decide the remuneration for obtaining the secretarial audit certificate from time to time. The Company would also obtain certifications which are to be mandatorily received from the Secretarial Auditors under various statutory regulations from time to time, for which the auditors will be remunerated separately on mutually agreed terms. The Board of Directors and the Audit Committee shall approve the remuneration of the Secretarial Auditors.

None of the Directors and Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in this resolution.

Hence, the Board recommends the Ordinary Resolution set out at item number 3 of the notice for approval by the members.

Item no. 4 & 5:

In accordance with the provisions of Section 149 read with schedule IV to the Companies Act, 2013, and based on the recommendation of Nomination and Remuneration Committee, the board of the directors of the Company recommends the re-appointment of Sri LOKESWARARAO NELLURI, DIN-08679768 and Sri BABA MOHAMMED, DIN-08422704, as Non-executive Independent Director on the Board of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013, whose office is not liable to retire by rotation and with effect from 15/09/2025 and 05/12/2025 respectively.

The re-appointment of the above Directors shall be effective upon approval by the members in the Meeting. The re-appointment shall be effective upon approval by the members in the meeting and the company has received notices in writing from a member along with the deposit of requisite amount under section 160 of the Companies Act, 2013 proposing the candidature of the above Directors for the office of Director of the Company.

Both the Directors are not disqualified from being re-appointed as directors in terms of section 164 of the companies act, 2013 and has given consent to act as Director.

The Board after considering the past experience and expertise of both the Directors recommends passing of Special Resolutions in connection with their appointments as an Independent Directors for a term of five consecutive years with effect from 15/09/2025 and 05/12/2025 respectively for the approval by the members of the Company.

Except Sri LOKESWARARAO NELLURI, DIN-08679768 and Sri BABA MOHAMMED, DIN-08422704, being appointees and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 & 5 of the accompanying Notice of the AGM. Both the proposed Directors are not relatives each other or not related to any Director of the Company.

The Board of Directors recommends the resolutions in relation to the appointments of Sri LOKESWARARAO NELLURI, DIN-08679768 and Sri BABA MOHAMMED, DIN-08422704, as Non-Executive Independent Directors of the Company as set out in Item No. 4 & 5 respectively, by way of Special Resolutions.

Item no. 6:

In order to facilitate the further capital requirements of the Company for its expansion and capital needs, if any, it is proposed by the management to increase the Authorized Share Capital from **Rs. 35,00,00,000/-** (Rupees Thirty-Five Crores Only) divided into 35,00,00,000 (Thirty-Five Crores) Equity Shares of Rs. 1/- (Rupee One Only) each to **Rs. 40,00,00,000/-** (Rupees Forty Crores Only) divided into 40,00,00,000 (Forty Crores) Equity Shares of Rs. 1/- (Rupee One Only) each.

The increase in the Authorized Share Capital as aforesaid would entail consequential alteration of the existing Clause V of the Memorandum of Association of the Company.

The altered Memorandum of Association shall be available for inspection at the Registered Office of the Company during business hours.

Therefore, the Board of Directors recommends the proposed requisite resolutions as requested in the proposed resolutions for your approval.

The Board recommends passing of the resolution as set out at Item No. 6 as an **Ordinary Resolution**.



Diligent Industries Limited

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested (financially or otherwise) in the proposed resolution mentioned at Item No. 6 except to the extent of their shareholding in the Company.

By order of the Board of Directors
For **Diligent Industries Limited**

Place: Denduluru
Date: 05.09.2025.

Sd/-
Mr. Ankit Singhal
Company Secretary & Compliance Officer
Membership No: A31318

Reg. Office: Dwarka Thirumala Road,
Denduluru Village and Mandal,
Eluru District, AP– 534 432.

CIN- L15490AP1995PLC088116

E Mail - diligentinvestors@gmail.com

Website: <https://www.diligentindustries.com>

Annexure-I
Details of Directors seeking appointment / re-appointment at the ensuing Annual General Meeting.

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India]

Name of the Director	Mr. Kirankumar Vankineni	Mr. Lokeswararao Nelluri	Mr. Mohammed Baba
DIN	02696680	08679768	08422704
Date of Birth	23-02-1964	15-07-1988	31-01-1996
Date of first appointment in the Board	14-08-2015	14-09-2020	04-12-2020
Relationship with other Directors	Own brother of Mr. Bhanu Prakash Vankineni, the MD of the Company.	None	None
Expertise in specific functional areas:	He has overall experience of 27 years plus in the chemical engineering, Business Administration, management and marketing of agriculture products and agro processing.	Sri Lokeswararao Nelluri done his Graduation in Science and MBA. Has rich experience of 10 years in the fields of Accounting, Finance, Banking, Administration.	Mr.Mohammed Baba done his Graduation. Having a rich experience of 7 years in the fields of Accounts, Finance and Management and Secretarial.
Qualifications	B. E	B. Sc & MBA	Graduate
Details of Remuneration sought to be paid and the remuneration last drawn by such person.	Rs. 4.8 Lakhs p.a.	Nil	Nil
Nature of appointment (appointment/re-appointment)	Retires by rotation and offers himself for re-appointment.	Re-Appointment to the office of Independent Director.	Re-Appointment to the office of Independent Director.
Board Membership of other Companies as on March 31, 2025	NIL	Nil	1. Sai Retail India Limited 2. Genesis IBRC India Limited
Chairman/Member of the Committee of the Board of Directors of Diligent Industries Limited as on March 31, 2025.	Nil	03	03
Chairman/Member of the Committee of Directors of other companies in which			



he is a director as on March 31, 2025.			
a) Audit Committee	NIL	01	02
b) Stakeholders' Relationship	NIL	01	02
c) Nomination and Remuneration Committee	NIL	01	02
Number of shares held in the Company as on March 31, 2025.	1,11,75,000	Nil	Nil
Number of meetings attended during the year	7/7	7/7	7/7