



September 02, 2025

To,  
Corporate Relationship Department  
**BSE Limited**,  
Listing Department  
P J Towers, Dalal Street,  
Mumbai - 400001, Maharashtra, India

**Scrip code: 544332**

**Sub: Notice of the 10<sup>th</sup> Annual General Meeting of the Company**

**Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) ("LODR") Regulations, 2015, please find enclosed herewith is the Notice of the 10th Annual General Meeting ("AGM") of the Company to be held on Friday, September 26, 2025 at 12.30 P.M. (IST) through Video Conference / Other Audio Visual Means.

The said Notice forms part of the Integrated Annual Report for the Financial Year 2024-25.

The Notice of the 10th AGM of the Company is available on the website of the Company  
[www.fabtechcleanroom.com](http://www.fabtechcleanroom.com)

The same may please be taken on record and suitably disseminated to all concerned

Thanking you,  
Yours faithfully,

**For Fabtech Technologies Cleanrooms Limited,  
(Formerly known as Fabtech Technologies Cleanrooms Private Limited)**

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**Amjad Adam Arbani**  
**Executive Director**  
**DIN: 02718019**  
**Encl: As above**

## **Fabtech Technologies Cleanrooms Limited**

(Formerly known as Fabtech Technologies Cleanrooms Private Limited)

Registered Office: 615, Janki Center, Off. Veera Desai Road, Andheri West, Mumbai – 400 053, Maharashtra, India

Tel: +91 22 6159 2900

Web: [www.fabtechcleanroom.com](http://www.fabtechcleanroom.com)

Email: [quote@fabtechnologies.com](mailto:quote@fabtechnologies.com)

Factory Address: 190/191, G.I.D.C Umbergaon, Dist: Valsad, Gujarat – 396 171, India

CIN: L74999MH2015PLC265137

## NOTICE

NOTICE is hereby given that the 10th (Tenth) Annual General Meeting ("AGM") of the Members of Fabtech Technologies Cleanrooms Limited will be held on Friday, September 26, 2025 at 12:30 P.M. (IST) for the transaction of the following businesses, through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), in conformity with the regulatory provisions and the circulars issued by the Ministry of Corporate Affairs, to transact the following businesses.

The venue of the AGM shall be deemed to be the Registered Office of the Company at 615, Janki Center Off. Veera Desai Road, Andheri West, Mumbai- 400053

### ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 and Audited Consolidated Financial Statements for the financial year ended March 31, 2025, together with the Statutory Auditors' Report thereon and the report of the Board of Directors of the Company.
2. To Consider and approve appointment of Mr. Chirag Himatlal Doshi (DIN: 08532321) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment
3. **To Consider and Re-appoint the Statutory Auditor of the Company**

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

**"RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendation of the Audit Committee, and approved by the Board of Directors of the Company, M/s. Ajmera & Ajmera, Chartered Accountants, having Firm Registration No. 018796C be and are hereby re-appointed as the Statutory Auditors of the Company for the second consecutive term of five years, from the conclusion of this 10th Annual General Meeting till the conclusion of the 15<sup>th</sup> Annual General Meeting to be held in the year 2030, to examine and audit the accounts of the Company at such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

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

### SPECIAL BUSINESS:

4. **To ratify the Remuneration of Cost Auditors for 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 provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s Darshan Vora & CO., Cost Accountant, Mumbai (Firm Registration No. 103886), appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year 2025-26 amounting to Rs 1,54,000/- (Rupees One Lakh Fifty Four thousand) plus applicable tax(es) and reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit, recommended by the Audit Committee and approved by the Board of Directors of the Company be and is hereby ratified.

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

5. **To Approve Material Related Party Transaction(S) with Fabtech Technologies Limited:**

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

**"RESOLVED THAT** pursuant to Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), if any, each as amended from time to time and the Company's Policy on Related Party Transaction(s), as recommended by the Audit Committee of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include, unless the context otherwise required, any committee which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), to enter into, material related party transaction(s) / contract(s)/ arrangement(s) during the Financial Year 2025-26, on such terms and conditions as may be agreed between Fabtech Technologies Cleanrooms Limited ("the Company") and M/s. Fabtech Technologies Limited, for an aggregate value not exceeding Rs. 25,00,00,000/- (Rupees Twenty-Five Crores Only) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the Company, as detailed hereinbelow:

Sr. No.	Name of Related Party	Nature of Transaction	Maximum Amount (Amount in Cr.)
1	Fabtech Technologies Limited	Sale / Purchase of Goods & Services	Rs. 25.00

## NOTICE (Contd.)

**RESOLVED FURTHER THAT** the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental /regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any questions that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Key Managerial Personnel or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

**RESOLVED FURTHER THAT** all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”

**6. To Approve Material Related Party Transaction(S) with Kelvin Air Conditioning and Ventilation Systems Private Limited:**

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

“**RESOLVED THAT** pursuant to Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), if any, each as amended from time to time and the Company’s Policy on Related Party Transaction(s), as recommended by the Audit Committee of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include, unless the context otherwise required, any committee which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution), to enter into, material related party transaction(s) / contract(s)/ arrangement(s) during the Financial Year 2025-26, on such terms and conditions as may be agreed between Fabtech Technologies Cleanrooms Limited (“the Company”) and M/s. Kelvin Air Conditioning and Ventilation Systems Private Limited, for an aggregate value not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores Only) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company, as detailed hereinbelow:

Sr. No.	Name of Related Party	Nature of Transaction	Maximum Amount (Amount in Cr.)
1	Kelvin Air Conditioning and Ventilation Systems Private Limited	Sale / Purchase of Goods & Services	Rs. 50.00

**RESOLVED FURTHER THAT** the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental /regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any questions that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

**RESOLVED FURTHER THAT** the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Key Managerial Personnel or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

**RESOLVED FURTHER THAT** all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”

## NOTICE (Contd.)

### 7. Appointment of Mr. Ausaf Ahmed Usmani (DIN: 05216025) as a Non-Executive Non-Independent Director of the Company:

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 all other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. **Ausaf Ahmed Usmani (DIN: 05216025)**, who was appointed by the Board of Directors as an Additional Director (Non-Executive Non-Independent) on the Board of Directors of the Company, with effect from February 24, 2025 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director of the Company, being so eligible, be appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee(s) constituted or to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) shall, in accordance with the statutory limits / approvals as may be applicable, be at full liberty to modify / amend the terms and conditions of the said appointment and / or remuneration, from time to time, as it may deem fit and to take such steps and do and perform all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this Resolution.”

### 8. Appointment of Secretarial Auditor of the Company for the first term of five Consecutive Financial year from F.Y. 2025-26 till F.Y. 2029-30

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

**“RESOLVED THAT** pursuant to Regulation 24A of the Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) as amended and as per Section 204 and other applicable provisions of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s), amendment(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), and as per the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. Kiran Doshi and Co., a Peer Reviewed Firm: 1977/2022, be and is hereby appointed as Secretarial Auditors of the Company, for a period of five (5) consecutive years, commencing from the Financial Year 2025-26 till Financial Year 2029-30, on such terms & conditions as provided in the explanatory statement, including remuneration as may be determined by the Board of Directors (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise required, any committee which the Board may have constituted or hereinafter constitute or any officer(s) authorised by the Board to exercise the powers conferred on the Board by this Resolution).

**RESOLVED FURTHER THAT** the Board and/or the Key Managerial Personnel of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members of the Company shall be deemed to have given their approval thereto expressly by the authority of this resolution”

By order of the Board of Directors,

Sd/-

For **Fabtech Technologies Cleanrooms Limited**

Jahnvi Mehta

Company Secretary & Compliance officer

Membership No.: A36473

Date : August 29, 2025

Place: Mumbai

#### Registered Office:

615, Janki Centre, off. Veera Desai Road, Andheri (W), Mumbai 400053

CIN: L74999MH2015PLC265137

Tel.: +91 22 6159 2900; E-mail: [secretarial@fabtechnologies.com](mailto:secretarial@fabtechnologies.com)

Website: [www.fabtechcleanroom.com](http://www.fabtechcleanroom.com)

## NOTICE (Contd.)

### NOTES:

1. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the businesses therein forms part of this Notice. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard - 2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice. The Board of Directors has considered and decided to include Item Nos. 4 to 8 given above as Special Businesses in the AGM in view of the business requirements and as such unavoidable in nature.
2. Pursuant to provisions of section 91 of the Companies Act, 2013 the register of members and share transfer books of the Company will remain closed from Saturday, September 20, 2025 to Friday, September 26, 2025 (Both days inclusive). The Notice of AGM is being sent to those members / beneficials owners whose names appears in the register of members / list of beneficiary received from the depositories as at the end of business hours on Thursday, 19th September 2025.
4. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 Circular No. 02/2021 dated January 13, 2021 and Circular No. 09/2024 dated September 19, 2024 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and General meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
5. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
9. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.fabtechcleanroom.com](http://www.fabtechcleanroom.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 MCA Circular No. 2/2021 dated January 13, 2021 and Circular No. 09/2024 dated September 19, 2024.

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

The remote e-voting period begins on Tuesday, September 23, 2025 at 09:00 A.M. and ends on Thursday, September 25, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 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 September 19, 2025.



## NOTICE (Contd.)

### 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.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>



**NSDL Mobile App is available on**



App Store



Google Play

## NOTICE (Contd.)

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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 or joining virtual meeting &amp; voting during the meeting. 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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
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 or joining virtual meeting & voting during the meeting.

**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.**

	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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting 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.*

## NOTICE (Contd.)

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 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - 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.
  - How to retrieve your 'initial password'?
    - 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'.
    - 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:
- 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](http://www.evoting.nsdl.com).
  - Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - 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?

- 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.
- 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. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- 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.



## NOTICE (Contd.)

5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
1. **General information :**
2. 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 [rhs@csdakamat.com](mailto:rhs@csdakamat.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). 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 "e-Voting" tab in their login.
3. 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](http://www.evoting.nsdl.com) to reset the password.
4. 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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at [evoting@nsdl.com](mailto:evoting@nsdl.com)

### 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 [secretarial@fabtechnologies.com](mailto:secretarial@fabtechnologies.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 [secretarial@fabtechnologies.com](mailto:secretarial@fabtechnologies.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.com](mailto:evoting@nsdl.com) 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.

### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

## NOTICE (Contd.)

### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [secretarial@fabtechnologies.com](mailto:secretarial@fabtechnologies.com). The same will be replied by the company suitably.

## NOTICE (Contd.)

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SECRETARIAL STANDARD-2 (SS-2) ON GENERAL MEETINGS AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

#### Item No. 03

##### **To Re-Appointment of Statutory auditor**

The Members at the Extra Ordinary General Meeting ('EGM') of the Company held on December 15, 2020, had approved appointment of Ajmera & Ajmera, Chartered Accountants (Firm Registration No. 018796C), as the Statutory Auditors of the Company to hold office from the conclusion of the Tenth AGM of the Company to be held in the year 2025. After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') has, based on the recommendation of the Audit Committee, proposed the reappointment of Ajmera & Ajmera, as the Statutory Auditors of the Company, for the second consecutive term of five years from the conclusion of 10<sup>th</sup> AGM till the conclusion of 15<sup>th</sup> AGM of the Company to be held in the year 2030, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors. Ajmera & Ajmera have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

M/s. Ajmera & Ajmera, a registered Chartered Accountants practice, has been operating since 2013, providing a wide range of professional services across multiple sectors. At the meeting of the Audit Committee and the Board of Directors held on August 29, 2024, the firm was evaluated on key parameters including eligibility, capability to address the specific needs of the Company's business, technical expertise, market reputation, and clientele profile.

The firm presently operates from five locations across India, offering a strong geographical presence and resource accessibility. Over the years, it has built and maintained an excellent rapport with its clients, consistently striving to deliver time-bound and client-centric services. Our commitment to quality and integrity continues to be the cornerstone of our practice.

M/s. Ajmera & Ajmera have given their consent to act as the statutory auditors of the Company along with confirmation that their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and they satisfy the criteria as provided under section 141 of the Companies Act, 2013.

##### **Fees and Remuneration**

The Board, in consultation with the Audit Committee, may alter and vary the terms and conditions of re-appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution at Item No. 3 of the accompanying Notice. Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No.3 of the Notice for approval by the Members.

#### Item No. 04

##### **To ratify the Remuneration of Cost Auditors for Financial Year 2025-26**

Upon recommendation of the Audit Committee, the Board of Directors of the Company in its meeting held on May 8, 2025, has, based upon the eligibility and consent to act as such, reappointed M/s. Darshan & Co, Cost Accountants, Mumbai (Firm Registration No.: 103886) for conducting the audit of the cost records of the Company for the Financial Year 2025-26. The Audit Committee and the Board of Directors of the Company have approved a remuneration of Rs. 1,54,000/- (Rupees One Lakh Fifty Four thousand) plus Taxes at the applicable rates and reimbursement of out-of-pocket expenses for the year 2025-26. In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing of an Ordinary Resolution as set out in Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2026.

None of the Directors/Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in this resolution. The Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval by the Members

#### Item No. 05 & 06:

##### **To Approve Material Related Party Transaction(S) with Related Parties:**

Regulation 23 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), as amended vide the SEBI (Listing Obligations and

## NOTICE (Contd.)

Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective from April 1, 2022, states that all Related Party Transaction ("RPT") with an aggregate value exceeding ₹ 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, being a material related party transaction, shall require approval of Members by means of an ordinary resolution. The said limits are applicable, even if the transactions are in the ordinary course of business of the respective companies and on arm's length basis.

The Company or its Subsidiaries (including Step Down Subsidiaries) during next one year, proposes to enter into certain MRPTs, as mentioned above, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds.

Accordingly, approval of the shareholders is being sought for all such MRPTs proposed to be undertaken by the Company, either directly or along with its subsidiaries.

### **Background, details and benefits of the transaction:**

Fabtech Technologies Cleanrooms Limited ("the Company") proposes to enter into material related party transactions with **Fabtech Technologies Limited**, a related party under applicable regulations.

**Fabtech Technologies Limited** is a leading provider of end-to-end turnkey solutions, offering deep technical expertise and infrastructure for establishing global-standard aseptic manufacturing facilities. Their offerings span the full project lifecycle, including design, engineering, cleanroom infrastructure, clean air and water systems, HVAC, isolator containment systems, cleanroom equipment, MEP (mechanical, electrical, and plumbing), packaging lines, and more.

As part of its turnkey solutions, Fabtech Technologies Limited sources a significant portion of its pre-engineered, prefabricated modular panels and doors used in cleanroom construction from Fabtech Technologies Cleanrooms Limited. These products are integral to the execution of their cleanroom and containment system.

These transactions are not only significant from a revenue perspective but also due to their scale, operational integration, and geographical relevance. They play a strategic role in supporting the Company's long-term growth and market positioning.

The shareholders' approval is being sought in accordance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, for entering into material related party transactions in the ordinary course of business and at arm's length basis.

Fabtech Technologies Cleanrooms Limited ("the Company") proposes to enter into material related party transactions with **Kelvin Air Conditioning and Ventilation Systems Pvt. Ltd.**, a related party under applicable regulations.

**Kelvin Air Conditioning and Ventilation Systems Pvt. Ltd.**, is an established integrator of critical HVAC applications and is actively involved in project execution across several high-value domains. Their expertise complements the Company's offerings and plays a significant role in enhancing the scalability and delivery capabilities of both entities.

These transactions confer a strong competitive advantage, enabling both Fabtech Technologies Cleanrooms Limited and its related parties to participate in large-scale, high-value turnkey projects. This further strengthens the Company's presence across a broad range of industries, including pharmaceuticals, biotechnology, healthcare, semiconductors, institutional and government projects, data centres, hospitality, and IT infrastructure.

The shareholders' approval is being sought in accordance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, for entering into material related party transactions in the ordinary course of business and at arm's length basis.

Information required to be disclosed in the Explanatory Statement for Item No. 5 & 6 pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are as follows:

## NOTICE (Contd.)

## TRANSACTIONS OF LISTED ENTITY WITH ITS RELATED PARTIES

Sr. No.	Description	Details	
1.	Details of Summary of information provided by the management to the Audit Committee		
		<b>Fabtech Technologies Limited</b>	<b>Kelvin Air Conditioning and Ventilation Systems Private Limited</b>
a.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Fabtech Technologies Cleanrooms Limited (“FTCL”) and Fabtech Technologies Limited (“FTL”) have common Directors	Fabtech Technologies Cleanrooms Limited (“FTCL”) is a Holding Company of Kelvin Air Conditioning and Ventilation Systems Private Limited (“Kelvin”) and holds 51.33% of its equity shares as on date of this notice
b.	Name of the Director or key managerial personnel who is related, if any and nature of relationship	1.Mr. Amjad Arbani Executive Director 2. Mr. Chirag H. Doshi Non Executive Director 3. Mr. Shyam Khante Independent Director	NA
c.	Tenure of the proposed transaction	Recurring Nature and approval are sought for the Financial Year 2025-26.	
d.	Nature, material terms, monetary value and particulars of contracts or arrangement	The transaction involves Sale and Purchase of Goods / Services	
e	Any advance paid or received for the contract or arrangement, if any	NA	
f	Value of Transaction	Not exceeding Rs. 25 Crore	Not exceeding Rs. 50 Crore
g	Percentage of annual Consolidated turnover considering Financial Year 2024-25 as the Immediately preceding financial year	16.66%	33.33%
2.	Details of transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:		
a	Details of the source of funds in connection with the proposed transaction	NA	
b	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: a. Nature of indebtedness; b. cost of funds; and c. Tenure	NA	
c	Applicable terms including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	NA	
d	The purpose for which the funds will be utilized by Ultimate beneficiary of such funds pursuant to the RPT	NA	
3.	Justification for the transaction	Please refer to “Background, details and benefits of the transaction” which forms part of the explanatory statement to the resolution no. 5 & 6.	
4.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through registered email address of the shareholder	Not Applicable	
5.	Any other information that may be relevant	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 and forms a part of this Notice	



## NOTICE (Contd.)

The Members may note that in terms of the provision of the Listing regulations, the related parties as defined thereunder shall not vote to approve under Item No. 05 & 06.

The Board, recommends passing of this resolution as set out at Item No. 05 & 06 of this notice as an Ordinary Resolution.

No related Party of the Company is eligible to vote in favour of the resolution set out at item No. 05 & 06 pursuant to the provision of LODR.

### Item No. 07:

#### **Appointment of Mr. Ausaf Ahmed Usmani (DIN: 05216025) as a Non-Executive Non-Independent Director of the Company**

The Board, on the recommendation of the NRC, approved the appointment of Mr. Ausaf Ahmed Usmani as an Additional Director of the Company with effect from February 24, 2025 through circular resolution to hold office up to the date of the ensuing Annual General Meeting.

However, in terms of provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015, approval of the shareholders is required to be taken for such appointment. Both the NRC and the Board, after evaluation of their qualifications, experience and other attributes, are of the Opinion, that their introduction on the Board will strengthen the Management and working of the Company in the long run.

The Company has received following from the Director:

- a. Declaration pertaining to non-disqualification under Section 164 of the Act.
- b. Notice Signifying their candidature, under section 160 of the Act.

Your Board of Directors recommends the Resolution at Item No. 7 for approval by the Members by way of Ordinary Resolution.

#### **BRIEF PROFILE OF DIRECTOR AND INFORMATION REQUIRED PURSUANT TO REGULATION 36(3) OF LISTING REGULATIONS READ WITH SECRETARIAL STANDARD FOR GENERAL MEETINGS (SS-2) ARE GIVEN BELOW:**

Sr. No.	Particular	Details
1.	Name	Mr. Ausaf Ahmed Usmani
2.	Director Identification Number (DIN)	05216025
3.	Date of birth and age	July 24, 1968 (57 years)
4.	Date of First Appointment to the Board	July 10, 2024
5.	Qualification	Diploma in Mechanical Engineering
6.	Brief Resume, Nature of Expertise and skill set require in specific functional areas	Having experience and expertise of over 35 years in the field of engineering and sales sectors. He has a dual expertise in sales and operations.
7.	Shareholding (as on the date of this Notice) in the Company either directly or in form of beneficial interest for any other person	NIL
8.	Relationship with other Directors & KMP's	NIL
9.	No. of Meetings of the Board attended during the year 2024-25.	10 (Ten)
10.	No. of Meetings attended during Chairmanships of Committees of the Board of the Company in the year 2024-25.	1 (One)
11.	Directorships held in other Companies	NIL.
12.	Listed entities from which the person has resigned from the directorship in the past three years	Fabtech Technologies Cleanrooms Limited – Resigned as a Whole Time Director of the Company on February 22, 2025.
13.	Membership/ Chairmanship of Committees of other companies	Nil
14.	Terms and conditions of appointment/ reappointment and Remuneration sought to be paid/ last drawn	<b>Terms and conditions of appointment and Remuneration sought to be paid: NA</b> <b>Remuneration last drawn: Rs. 35,82,798/- (Thirty-Five Lakhs Eight Two Thousand Seven Hundred Ninety- Eight only) drawn from the period of July 10, 2024 to February 22, 2025.</b>
15.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.
16.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 National Stock Exchange of India Ltd. with ref. no. NSE/CML/2018/24 dated 20th June, 2018.	Mr. Ausaf Ahmed Usmani is not debarred from holding the office of director by virtue of any SEBI order or any other such authority

**NOTICE (Contd.)**

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Ausaf Ahmed Usmani and his relatives, are in any way, concerned or interested, financially or otherwise, in the resolution No.07 of the Notice.

**Item No. 08:****Appointment Secretarial Auditors of the Company**

The Securities and Exchange Board of India ("SEBI") vide a notification dated 12<sup>th</sup> December, 2024, has issued the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 amending the SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 ("Listing Regulations"). As per the aforesaid amendment every listed company shall on the basis of recommendation of board of directors, appoint a secretarial audit firm as secretarial auditor for not more than two terms of five (5) consecutive years, subject to the approval of its members in its Annual General Meeting. Accordingly, the Board of Directors of the Company ("the Board") at their meeting held on August 01, 2025, considering the experience and expertise and on the recommendation of the Audit Committee, has recommended for the approval of the Members of the Company, appointment of M/s. Kiran Doshi and Co., a Peer Reviewed Firm: 1977/2022, Practicing Company Secretaries, as the Secretarial Auditor of the Company, for a period of five (5) consecutive years commencing from Financial Year 2025-26 till Financial Year 2029-30.

Credentials of the Secretarial Auditor:

M/s. Kiran Doshi and Co., a Peer Reviewed Firm: 1977/2022, a secretarial audit firm registered with The Institute of Company Secretaries of India (ICSI), and holding a Peer Review Certificate (PRC No.: 1977/2022) is a firm of repute. The firm, has immense experience and specialize in dealing with matters relating to rendering professional services in area of corporate laws, secretarial matters, securities laws, corporate governance matters, corporate restructuring, mergers and amalgamation, legal due diligence, corporate disputes and NCLT matters, SME listing and all types of company law related compliances.

Terms and conditions of appointment:

**(a) Term:**

Term Five (5) consecutive years commencing from 1<sup>st</sup> April, 2025 upto 31<sup>st</sup> March, 2030.

**(b) Remuneration:**

Rs.75,000/- (Rupees Seventy-Five Thousand) per annum plus applicable taxes and other out-of-pocket expenses in connection with the secretarial audit for Financial Years 2025-26. The fee for the subsequent year(s) of their term shall be fixed by the Board based on the recommendation of the Audit Committee. The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the Secretarial auditor. 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.

**(c) Basis of recommendations:**

The Board and the Audit Committee considered various parameters such as the firm's capability to serve a diverse and complex business landscape like that of the Company, market standing, clientele served, technical knowledge, and the independent assessment and expertise of the partners in providing secretarial audit related services. The competency of the staff and the Company's prior experience based on an evaluation of the quality of audit work carried out by the firm in the past also played a vital role in the recommendation. Based on these considerations, the Board found M/s. Kiran Doshi and Co to be well suited to handle the scale and diversity associated with the Company.

The Board, recommends passing of this Ordinary Resolutions as set out at Item No. 8 of this Notice, for your approval.

None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives are concerned or interested financially or otherwise, either directly or indirectly, except to the extent of their respective shareholding in the Company, if any, in the Resolution mentioned at Item No. 8 of the Notice

**By order of the Board of Directors,**

Sd/-

For **Fabtech Technologies Cleanrooms Limited**

**Jahnavi Mehta**

Company Secretary & Compliance officer

Membership No.: A36473

Date: August 29, 2025

Place: Mumbai

**NOTICE (Contd.)**

**Annexure I**

**Information on Directors being appointed/re-appointed as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings:**

<b>Name of Director</b>	Chirag Himatlal Doshi
<b>DIN</b>	08532321
<b>Date of Birth</b>	15/09/1981
<b>Date of Appointment</b>	26/09/2025
<b>Brief Resume, Qualification, Nature of Expertise and skill set require in specific functional areas</b>	<p>Chirag Doshi is the Managing Partner at CD Financial ReEngineering Advisors LLP. Heads the Financial ReEngineering, Virtual CFO, Operating Procedure implementation, and Forensic support practice of the firm.</p> <p>He is a Bachelor of Commerce and a Fellow Chartered Accountant (FCA) from the Institute of Chartered Accountants of India {ICAI}</p> <p>He is a Certified Information System Auditor {CISA} and a Chartered Financial Analyst (CFA) Level II passed</p> <p>Chirag Doshi has a more than 15 years of experience the field of International accounting and auditing (Statutory and Forensic) gained in Canada, Germany, Dubai, Singapore, Egypt, Philippines, India, London and many other nations while working in Big 4 CA firm, Large Indian CA firms and a large Corporate.</p> <p>He is specialised in IFRS / IND AS implementation, compliance, training and advising clients reporting and system integration in various countries for companies in various field of Media &amp; Entertainment, Retails, Information Technology, Turnkey Projects, Engineering, Power, Telecommunications, Shipping &amp; Real Estate sectors.</p> <p>He was the President Bombay Chartered Accountants Society (2023 -24).</p> <p>Member of the Auditing &amp; Assurance Standards Board of ICAI (2019- 2020,2020-21)</p> <p>Chirag Doshi is the Independent Director on board of Listed, Private Entity and NBFC</p>
<b>Shareholding (as on the date of this Notice) in the Company either directly or in form of beneficial interest for any other person Relationship with other Directors &amp; KMP's</b>	NIL
<b>Board Membership of other companies as on 31st March, 2025</b>	<ul style="list-style-type: none"> <li>• Fabtech Technologies Limited</li> <li>• Energize Management Private Limited</li> <li>• Sejal Glass Limited</li> <li>• CD Letsconnect Experts Private Limited</li> <li>• Garware Hi-Tech Films Limited</li> </ul>
<b>Listed Companies from which the person has resigned from the directorship in the past three years</b>	NA
<b>Terms and Conditions of Appointment</b>	<p>Mr. Chirag Himatlal Doshi is appointed as a Non- Executive Director of the Company.</p> <p>Terms and conditions of appointment: Same as approved by the Shareholders in their Extra Ordinary General Meeting held on July 13, 2024.</p>
<b>Details of Remuneration</b>	NA
<b>Date of First Appointment</b>	16/01/2023
<b>Number of Equity Shares held in the Company for any other person on a beneficial basis</b>	NIL
<b>No. of Board Meeting attended during the Financial Year</b>	14 (Fourteen)

## NOTICE (Contd.)

<b>Disclosure of relationships between Directors inter-se</b>	NIL
<b>Relative of any other Director / Manager and other KMP</b>	None
<b>List of outside Directorship held (Excluding foreign companies)</b>	<ul style="list-style-type: none"> <li>• Fabtech Technologies Limited</li> <li>• Energize Management Private Limited</li> <li>• Sejal Glass Limited</li> <li>• CD Letsconnect Experts Private Limited</li> <li>• Garware Hi-Tech Films Limited</li> </ul>
<b>Chairman/Member of the Committee of the Board of Directors of the Company</b>	<ul style="list-style-type: none"> <li>• Audit Committee (Member)</li> <li>• Nomination Remuneration Committee (Chairman)</li> <li>• Stakeholder Relationship Company (Chairman)</li> </ul>
<b>Chairman/Member of the Committee of the Board of Directors of other Public Limited Companies in which he is a Director</b> <b>a) Audit Committee</b> <b>b) Stakeholders' Relationship Committee</b> <b>c) Nomination Remuneration Committee</b>	<ul style="list-style-type: none"> <li>• <b>Sejal Glass Limited</b> <ul style="list-style-type: none"> <li>• Audit Committee (Chairperson)</li> </ul> </li> <li>• <b>Garware Hi-Tech Films Limited</b> <ul style="list-style-type: none"> <li>• Audit Committee (Chairperson)</li> <li>• Nomination Remuneration Committee (Member)</li> <li>• Stakeholder Relationship Committee (Member)</li> </ul> </li> <li>• <b>Fabtech Technologies Limited</b> <ul style="list-style-type: none"> <li>• Audit Committee (Member)</li> <li>• Nomination Remuneration Committee (Member)</li> <li>• Stakeholder Relationship Committee (Member)</li> </ul> </li> </ul>

Note: Pursuant to Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, only two Committees viz. Audit Committee and Stakeholders' Relationship Committee have been considered.

By order of the Board of Directors,

Sd/-

For **Fabtech Technologies Cleanrooms Limited**

Jahnavi Mehta

Company Secretary & Compliance officer

Membership No.: A36473

Date: August 29, 2025

Place: Mumbai

**Registered Office:**

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