



VENLON ENTERPRISES LTD.

Regd. Office & Works : 26 (P) & Plot No. 2, Belavadi Industrial Area, Hunsur Road, Mysore - 570 018. CIN : L24231KA1983PLC015089
Phone : (0821) 2402530, e-mail: gdrvenlon@gmail.com

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-ordinary General Meeting of the Members of Venlon Enterprises Limited will be held on Friday, the 27th June 2025 at 4 p.m. at the Registered Office of the Company situated at 26(P) Belavadi Industrial Area, Hunsur Road, Mysuru-570 018 to transact the following business:

Special Business:

1. Appointment of Independent Director

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

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed there under as read with Schedule IV to the Act and as per the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Ms. Madhura Haldodderi Govindarao (‘Ms. Madhura H. G’.) (DIN:11108506), who was appointed as an Additional Director of the Company with effect from 30th May 2025, by the Board of Directors of the Company pursuant to Section 161(1) of the Companies Act, 2013, who holds office up to the date of ensuing Annual General Meeting, be and is hereby appointed as an independent non-executive director for a term of five consecutive years, effective from 30th May 2025 till 29th May 2030 or till such times she holds IDDB membership, whichever is earlier and shall not be liable to retire by rotation.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution.”

2. Approval of remuneration to Mr. C.D.Datwani:

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

RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies

(Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17(6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and on the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, approval of the members be and is hereby accorded for the payment of remuneration to Mr. C.D.Datwani (DIN: 00355181), Chairman and Managing Director of the Company, up to a sum of Rs.5,00,000 per month with effect from 1st July 2025 to 30th March 2026, with the liberty to the Board of Directors to alter and vary the terms and conditions of his remuneration, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT the aforesaid remuneration shall be paid as the minimum remuneration in accordance with the provisions of Part II of Schedule V of the Act, even if in any year, during the tenure of the managerial personnel, the company has no profits or its profits are inadequate as may be determined by the Board/ Nomination & Remuneration committee after making an assessment of company’s performance and subject to necessary approvals, if any.”

RESOLVED FURTHER THAT the Board of Directors or a duly constituted Committee thereof be and is hereby authorized to take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

3. Resolution for Re-appointment of Mr. C.D.Datwani as the Chairman and Managing Director

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

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and also pursuant to regulation 17 (6) (e) and other provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, (“SEBI Listing Regulations”), and subject to such other approvals, consents and permissions as may be required, the consent of the members of the Company be and is hereby accorded for the re-appointment of Mr. C.D. Datwani (DIN: 00355181), who has attained the age of 70 years, as the Chairman and Managing Director of the Company for a period of 3 (three) years with effect from 31st March 2026 to 30th March 2029, on the following terms and conditions:

- Salary: Rs. 5,00,000 (Rupees Five Lakhs only) per month;

- Perquisites, allowances, and other benefits: As per the policy of the Company and as may be determined by the Board of Directors from time to time, within the limits prescribed under the Act.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof) be and is hereby authorized to alter, vary or revise the terms and conditions of appointment and remuneration from time to time, to the extent permitted under the Act and as agreed by Mr. C.D. Datwani.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the term of his re-appointment, the remuneration as set out above be paid as minimum remuneration, subject to the provisions of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution.”

By Order of the Board of Directors

Date: 30.05.2025

Sd/-

Place: Mysore

G. D. RAMA RAO

Company Secretary

NOTES:

1. A member entitled to attend and vote in the above meeting is entitled to appoint one or more proxies to attend and vote instead of him and such proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting.

2. Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company is pleased to offer the facility for e-voting for all the businesses mentioned in the notice. The members can exercise their right to vote through electronic means. The facility of casting the votes by members using an electronic voting system from a place other than venue of the EGM ('remote e-voting') shall be provided by Central Depository Services (India) Limited (CDSL). The instruction for e-voting is annexed to the notice.

3. Members holding shares in physical form are requested to dematerialise them pursuant to Gazette notification by SEBI, dated June 8, 2018.
4. Members/Proxies should bring this Notice. The attendance register will be provided at the entrance of the hall.
5. The voting rights of members shall be in proportion to their shares of the paid- up equity share capital of the Company as on the cut-off date which is 20th June 2025.
6. Any person who acquires the shares and becomes a member of the Company after the dispatch of the notice of the EGM and holds shares as on the cut-off date, may obtain the login id and password by sending request to helpdesk.evoting@cdslindia.com.
7. The Chairman shall, at the EGM, at the end of discussion on the resolution on which voting is to be held, allow voting with the assistance of scrutinizer, by use of polling paper for all those members who are present at the EGM but have not cast their votes by availing the remote e-voting facility.
8. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
9. The results declared along with the Scrutinizer's Report shall be displayed on the Notice Board of the Company at the registered office and shall also be placed on the Company's website www.venlonenterprises.co.in and on the website of CDSL within three (3) days of passing of the resolutions at the EGM of the Company and communicated to the Stock Exchange.
10. Explanatory Statement as required under section 102(1) of the Companies Act, 2013 is annexed with the notice for the items referred in the notice.

By Order of the Board of Directors

Date: 30.05.2025

Sd/-

Place: Mysore

G. D. RAMA RAO

Company Secretary

ANNEXTURE TO THE EGM NOTICE

Explanatory Statement under section 102(1) of the Companies Act, 2013

Item No.1:

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the “Act”) read with the Articles of Association of the Company, had approved the appointment of Ms. Madhura H.G. as an Additional (Independent Non-Executive) Director of the Company with effect from 30th May, 2025. The Company has received a declaration from Ms. Madhura H.G. to the effect that he fulfils all criteria for independence stipulated under Section 149(6) of the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”) and meets the fit and proper criteria. The Company has also received the notice under Section 160 of the Act from a member proposing the candidature of her appointment as a Director of the Company.

Ms. Madhura H.G. is qualified to be appointed as a Director in terms of Section 164 of the Act and has given her written consent to act as a Director of the Company, along with the declaration of independence. In the opinion of the Board, the independent director proposed to be appointed fulfils the conditions specified in the Act and the rules made thereunder and that the proposed director is independent of the management.

Brief profile of Mr. Ms. Madhura H.G. in terms Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on the General Meetings (“SS-2”) has been provided in this Explanatory Statement as under:

Name of Director	Ms. Madhura H.G.
Date of Birth/Age	40 years
Qualification	Masters in Information Technology
Date of First Appointment	30 th May 2025
Number of Board meetings attended during their tenure (Held/Attended)	None
Directorship in other entities	None
Names of listed Entitles from which the Directors has resigned in last 3 years, If any	None
Membership / Chairmanship in Committees of	None

other entitles	
Number of shares held in the Company (including shareholding as a beneficial owner)	Nil
Relationship between directors Inter-se	Nil
Terms and Conditions of Reappointment	Ms. Madhura H.G. shall be appointed as an Independent Non-Executive Director, not liable to retire by rotation, to hold office for a period of five (5) years, from 30 th May 2025 to 29 th May 2030 (both days inclusive) or till such time she holds IDDB membership, whichever is earlier.
Remuneration	Entitled to the sitting fees and reimbursement of expenses for attending Board/Committee meetings.
Justification for Appointment / Reappointment and skills & capabilities required for the role and the manner in which the proposed Independent Directors meets such requirements.	The justification for appointment is that Ms. Madhura H.G. has an expertise in the field of information technology and she will be able to guide the Company in streamlining a few processes.
Nature of expertise in specific functional areas	Information Technology
Brief resume of the Director	Ms. Madhura H.G. is a post-graduate in information technology from the Karnataka State Open University. She has rich experience in this field for over a period of 16 years.
Names of the listed entities in which the person holds directorship and the membership of Committees of the Board (along with listed entities from which the person has resigned in the past three years	None

Pursuant the provisions of the regulation 17(1C) of the SEBI Regulations and other provisions of the Companies Act, the approval of the Members within 3 months of appointment, by way of special resolution is being sought for the appointment of Ms. Madhura H.G. as an Independent Non-Executive Director, not liable to retire by rotation, to hold office for a period of five (5) years, from 30th May 2025 to 29th May 2030 (both days inclusive) or till such time he holds IDDB

membership, whichever is earlier. None of the Directors, Key Managerial Personnel and their relatives, other than Ms. Madhura H.G. are concerned / interested in passing of the above resolution.

Ms. Madhura H.G. is not related to any of the Directors or Key Managerial Personnel of the Company.

Your Board of Directors recommend passing of the resolution set out in Item No. 1 of the accompanying Notice.

Item No.2:

The Board of Directors at its meeting considered and approved the proposal to fix the remuneration of Mr. C.D. Datwani (DIN: 00355181), Managing Director of the Company, at a salary of ₹5,00,000 (Rupees Five Lakhs only) per month, for the period from 1st July 2025 to 30th March 2026, subject to the approval of the shareholders by way of a special resolution.

Mr. C.D. Datwani has been instrumental in driving the strategic growth of the Company. In view of his long-standing leadership, contribution to the organization, the Board proposes the above remuneration structure. The shareholders may note that during the current tenure, no remuneration was drawn by Mr. C.D. Datwani from the Company.

Pursuant to section 197 of the Companies Act, 2013, total managerial remuneration payable to its director, including managing director and whole-time director and its manager in respect of any financial year shall not exceed eleven percent of the net profit of the company for the financial year computed in a manner laid down in section 198. Further the company in general meeting may, authorize the payment of remuneration exceeding eleven percent of the net profit of the company, subject to provision of schedule V. The proposed remuneration is in excess of the limits prescribed under the said sections, due to loss. Hence, it falls under the Schedule V of the Companies Act.

Also, as Mr. C.D. Datwani (DIN: 00355181), is above 70 years of age, the approval of shareholders by a special resolution is also required in compliance with Section 196(3)(a) of the Act read with the SEBI Listing Regulations.

The Nomination and Remuneration Committee and the Board of Directors have considered the matter and recommend the approval of the shareholders.

None of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr. C.D. Datwani and Ms. Saroj Datwani (being relative), is concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution as a special resolution for approval by the members.

Item No.3:

The current tenure of Mr. C.D.Datwani expires on 30th March 2026. The Board of Directors, at its meeting considered and approved the re-appointment of Mr. C.D. Datwani (DIN: 00355181) as the Chairman and Managing Director of the Company for a further period of 3 (three) years with effect from 31st March 2026 to 30th March 2029, subject to the approval of the shareholders at a general meeting.

As Mr. Datwani is over 70 years of age, his re-appointment is proposed in accordance with the proviso to Section 196(3)(a) of the Companies Act, 2013 and Regulation 17 (6) (e) of the SEBI Listing regulations, which requires the approval of shareholders by way of a special resolution.

Justification for the re-appointment: Mr. C.D.Datwani, Chairman and Managing Director of the Company, has been on the helm of the affairs of the Company. With his immense knowledge and rich experience of more than 4 decades, he is the suitable candidate to drive the Company.

All the terms and conditions of his appointment Including perquisites and benefits etc. shall remain same to the extent approved by the members of the Company.

The proposed remuneration is in excess of the limits prescribed under the said sections, due to loss. Hence, it falls under the Schedule V of the Companies Act, which also requires a special resolution.

The Nomination and Remuneration Committee and the Board of Directors have recommended the said re-appointment and remuneration structure.

Additional Information as required under Regulation 36(3) of the Listing Regulation, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS- 2) with respect to appointment or re-appointment of Director is as under: -

Name of the Director	Mr. C.D. Datwani
Director Identification Number (DIN)	00355181
Date of birth (Age)	17/12/1952
Date of First appointment on the Board	30 th July 2011
Brief Profile/Experience/ Expertise in specific functional areas	A global businessman specialized in Projects implementation. He has over 3 decades of experience in plastics, formaldehyde and paraformaldehyde.
Qualification	Graduation
Terms and conditions of appointment or reappointment	As specified in Item No.3

Remuneration Last Drawn (₹)	During current tenure no remuneration was drawn by C D Datwani.
Number of Meetings of Board attended during the year	5/5
Relationship with other Directors, Managers and other Key Managerial Personnel of the Company	He is related to Ms. Saroj Datwani, Wholetime Director and CFO
Shareholding in the Company as on March 31, 2025	0.42%
Directorships of other Boards (including Directorships on the Board of Listed companies) as on March 31, 2025	<ol style="list-style-type: none"> 1. Dechem Resins Limited 2. Sanchay Residency Private Limited 3. Divine Polyplastics Private Limited 4. Chandani Residency Private Limited 5. Swastik Residency Private Limited 6. Priya Residency Private Limited 7. Sanjog Residency Private Limited 8. Kamdhenu Residency Private Limited 9. Midtown Realtors Private Limited 10. Father and Son Overseas Private Limited 11. Girnar Residency Private Limited 12. Abha Finance Private Limited 13. Father and Son Investments Private Limited 14. Venlon Investments Private Limited 15. Sangeet Residency Private Limited 16. Sanchit Realtors Private Limited 17. Venlon Builders and Developers Private Limited
Listed entities from which the Director has resigned in the past three years	None
Memberships/ Chairmanship of Board Committees of other listed companies as on March 31, 2025	None

None of the Directors and Key Managerial Personnel of the Company or their relatives, except Mr. C.D. Datwani and Ms. Saroj Datwani (being relative), is concerned or interested, financially or otherwise, in the resolution.

The Board recommends passing of the **special resolution** as set out in the accompanying notice for the approval of the members.

Details for items 2 and 3:

Information required under Part II Sec. II of the Schedule V to the Companies Act, 2013:

(1) Nature of industry:

The Company is engaged in manufacturing of formaldehyde and paraformaldehyde.

(2) Date or expected date of commencement of commercial production:

The Company started its commencement of commercial production from the date of incorporation 24th October 1983.

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

(4) Financial performance based on given indicators:

(Rs. In lakhs)

Year	2023-24	2022-23	2021-22
Turnover	803.18	122.32	380.29
Net Profit	(128.47)	(3314.53)	273.27

(5) Foreign investments or collaborators, if any.

None

II. Information about the appointees:

(1) Background details:

C.D.Datwani: A global businessman specialized in Projects implementation. He has over 3 decades of experience in plastics, formaldehyde and paraformaldehyde.

(2) Past remuneration:

C.D.Datwani: No remuneration has been paid during the existing tenure. However, there is a proposal to pay remuneration of Rs.5 lakhs per month effective 1st July 2025.

(3) Recognition or awards: None.

(4) Job profile and his suitability:

Mr. C.D.Datwani, Chairman and Managing Director of the Company, has been on the helm of the affairs of the Company. With his immense knowledge and rich experience of more than 4 decades, he is the suitable candidate to drive the Company.

(5) Remuneration proposed: As set out in Item No. 2 and 3. The remuneration proposed has been approved by the Nomination and Remuneration Committee consisting of Independent and Non-Executive Directors.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): Taking into consideration the size of the Company, the responsibilities to be shouldered by the Executive Directors and the track record and profile of the Directors, the proposed remunerations commensurate with the compensation paid to their peers in the Corporates situated at Mysuru.

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.:

Mr. Chand Datwani holds 0.42% of the equity shares. He is related to Ms. Saroj Datwani, Wholetime Director and CFO.

III. Other information:

(1) Reasons of loss or inadequate profits: All manufacturing process except wind mills remained closed from **29th September 2018**. During the year Company has also disposed of its windmill and stopped operations in that segment. Hence, adverse profitability. However, the Company has now gradually progressed into business activity of purchase and sale of goods and services and steady generation of income is in the pipeline.

(2) Steps taken or proposed to be taken for improvement: The Company has now gradually progressed into business activity of purchase and sale of goods and services and steady generation of income is in the pipeline.

(3) Expected increase in productivity and profits in measurable terms: The Company has now gradually progressed into business activity of purchase and sale of goods and services and steady generation of income is in the pipeline. However, it is challenging to provide the details of profits in measurable terms.

The instructions for shareholders voting electronically are as under:

- i. The voting period begins on Tuesday, the 24th June 2025 at 9.00 a.m. and ends on Thursday, the 26th June 2025 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (Friday, 20th June 2025) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter and hence, remote e-voting shall not be allowed beyond the time mentioned above.
- ii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iii. Click on Shareholders.
- iv. 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first-time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">▪ Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.▪ In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

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. ▪ 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 as mentioned in instruction (iv).
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- viii. After entering these details appropriately, click on “SUBMIT” tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant <Resolution of Venlon Enterprises Limited> on which you choose to vote.
- xii. 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.
- xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv. 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.
- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii. 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.
- xviii. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xix. Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- 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.
- 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.

xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Additional Information: The name of the scrutinizer is S.J. Madhwaraj, B.Com., LL.B. as approved at the Board meeting on 30th May 2025.

**VENLON ENTERPRISES LTD.**

Regd. Office & Works : 26 (P) & Plot No. 2, Belavadi Industrial Area, Hunsur Road, Mysore - 570 018. CIN : L24231KA1983PLC015089
Phone : (0821) 2402530, e-mail: gdrvenlon@gmail.com

Form No. MGT-11**Proxy Form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]*

CIN:	L24231KA1983PLC015089
Name of the Company:	Venlon Enterprises Limited
Registered office:	26P, Belawadi Industial Area, Hunsur Road, Mysuru- 570 018.

Name of the members(s):

Registered address:

e-Mail ID:

Folio No./Client ID:

DP ID:

I/We, being the member(s) ofshares of the above-named company, hereby appoint

1.	Name:	
	Address:	
	e-Mail ID:	
	Signature:	

2.	Name:	
	Address:	
	e-Mail ID:	
	Signature:	

3.	Name:	
	Address:	
	e-Mail ID:	
	Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the company, to be held on Friday, the 27th day of June 2025 at 4:00 p.m. at the Registered Office of the Company, and at any adjournment thereof in respect of such resolution as is indicated below:

Resolution No.	Particulars
1.	Appointment of Ms. Madhura H.G. as Independent Director
2.	Approval of remuneration to Mr. C.D.Datwani, Chairman and Managing Director
3.	Approval of re-appointment of Mr. C.D.Datwani, as the Chairman and Managing Director

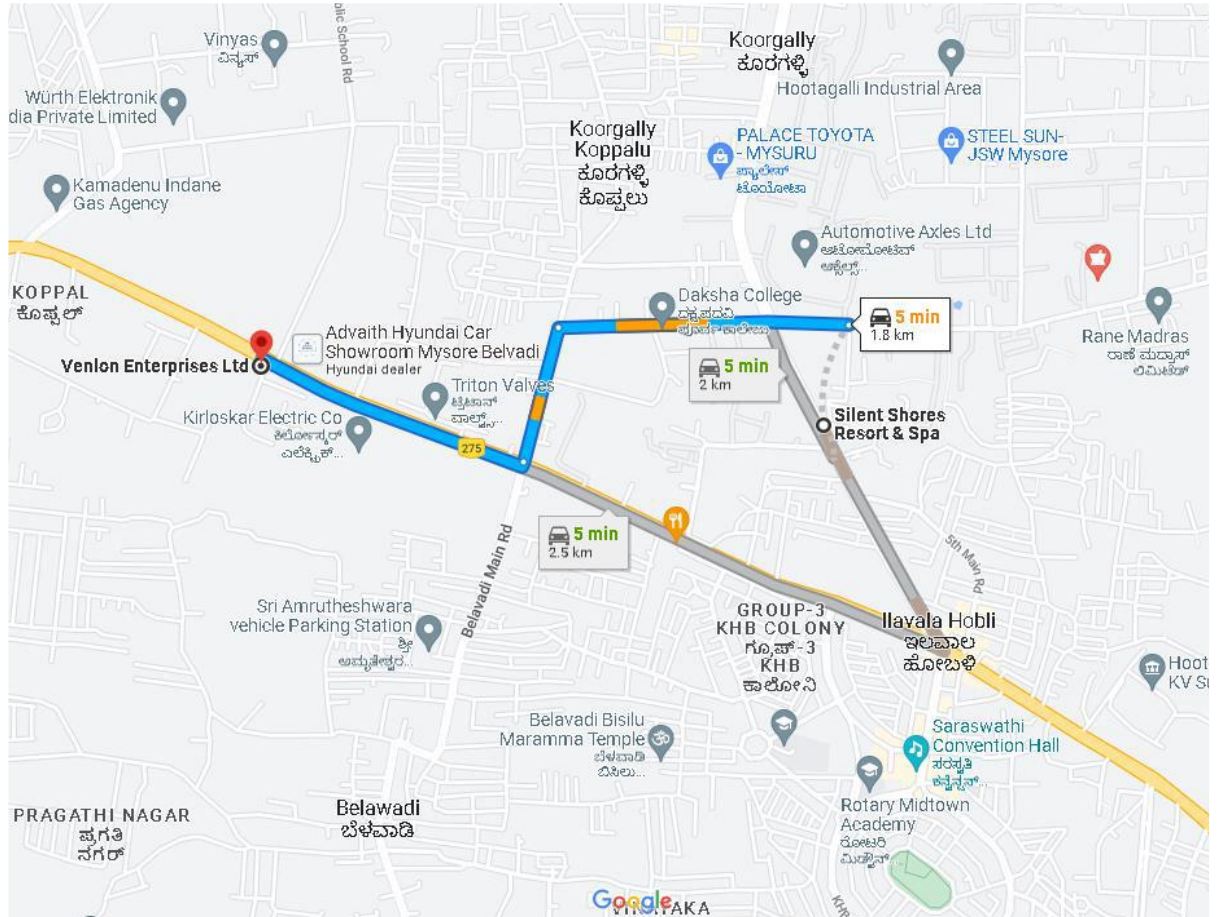
Signed thisday of2025.

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

Route map:



Land mark: Near Advaith Hyundai Car Showroom, Hunsur Road



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Phone : (0821) 2402530, e-mail: gdrvenlon@gmail.com

Attendance slip for Extra-ordinary General meeting

Day & Date : Friday, 27th June 2025

Place : 26P, Belawadi Industial Area, Hunsur Road, Mysuru- 570 018.

Time : 4 p.m.

Name of the Shareholder/Proxy:			
Folio No:		No of shares held :	

I hereby record my presence at the Extra-ordinary General Meeting held at the registered office of the Company on Friday, 27th June 2025 at 4 p.m. (I.S.T.)

SIGNATURE OF THE MEMBER/PROXY*

* Strike out whichever is not applicable.

Note: Please handover this slip at the entrance of the Meeting Venue.