



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 Board Meeting

Date: 27.12.2025

To,

Mr. Chand Daulat Datwani

Ms. Saroj Chandru Datwani

Mr. Dhanush M D, Member

Ms. Madhura H

Dear Sirs / Madam,

This is to inform that a Board Meeting of Venlon Enterprises Limited ("the Company") is scheduled to be held on Tuesday, December 30, 2025 at 4 p.m. at the Registered Office of the Company.

The meeting is scheduled at a shorter notice.

The Members of the Board are requested to take note that a facility to attend the meeting via video conferencing shall be made available to attend the meeting through video-conferencing. In case any member wishes to attend the meeting through Video- Conferencing facility, then such Member is requested to intimate the undersigned (Email Id: gdrvenlon@gmail.com), 2 days before the Meeting in order to enable the company to make requisite arrangement.

Please find enclosed herewith the agenda and notes to agenda of the Board Meeting for your kind perusal.

You are requested to attend the meeting.

For Venlon Enterprises Limited

Gargeshwari Dhruvarao Rama Rao

Compliance Officer

1	To grant leave of absence, if any
2	To take note of the minutes of the previous Board Meeting and Committee Meetings held on 14 th November 2025
3	To appoint Mr. Devaraj Murthy N K, as the Independent Director of the Company
4	To take note of the resignation of Mr. Nagendra H K, as Director of the Company
5	To consider any other agenda with the permission of Chairman and majority of the Directors

1. TO GRANT LEAVE OF ABSENCE, IF ANY

This agenda is for consideration only if any director is not able to attend the Meeting due to his pre-occupation and is seeking a leave of absence. In such cases, the Board may grant leave of absence and the fact of granting such leave of absence be recorded in the Board Minutes.

2. TO TAKE NOTE OF THE MINUTES OF PREVIOUS BOARD MEETING HELD ON 14TH NOVEMBER 2025

The Minutes of the previous Board Meeting and Committee Meeting held on 14th November 2025 have already been circulated. The Directors are requested to take note of the same, and after signature thereof by the Chairman of the Meeting, the same may be taken on record

3. TO APPOINT MR. DEVARAJ MURTHY N K, AS THE INDEPENDENT DIRECTOR OF THE COMPANY

Based on the recommendation of the Nomination and Remuneration Committee of the Board may consider appointing the Independent Director as per the below resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other application provisions, if any, 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, as amended from time to time, **Mr. Devaraj Murthy N K**, who has submitted a declaration that he meets the criteria for Independence as provided in Section 149(6) of the Act and the SEBI Regulations, and who is eligible for appointment and independent of the management, be and is hereby appointed as a Non-Executive Independent Director of the Company with effect from 30th December 2025.

RESOLVED FURTHER THAT Mr. C D Datwani (DIN: 00355181) Director of the company, be and is hereby authorized to make the necessary filings.

RESLOVED ALSO THAT Mr. G D Rama Rao, Company Secretary of the company, be and hereby authorized to certify this resolution.”

4. TO CONSIDER ANY OTHER AGENDA WITH THE PERMISSION OF CHAIRMAN

Under this Agenda, any matter not included in the agenda may be taken up for consideration with the permission of the Chairman and with the consent of a majority of the Directors present in the meeting, and discussed, and resolutions arrived at.

Where such matters are taken up, discussed and decisions arrived at, the Minutes shall be final only on ratification of the decision taken in respect of such item by a majority of the Directors of the Company, unless such item was approved at the Meeting itself by a majority of Directors of the Company.