NOTICE OF 21ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT TWENTYFIRST (21st) ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF NANDED CITY DEVELOPMENT AND CONSTRUCTION COMPANY LIMITED ("THE COMPANY") WILL BE HELD ON TUESDAY, THE 29th DAY OF SEPTEMBER, 2026 AT 10.00 AM (IST) AT TECHNICAL OFFICE, NANDED CITY, A/P NANDED, SINHAGAD ROAD, PUNE - 411068 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone and Consolidated financial statements of the Company for the financial year ended as on 31st March, 2026 and the reports of the Board of Directors and Auditors thereon.
2. To reappoint Mr. S.D. Jadhavrao, Director (DIN: 02000979) who retires by rotation and being eligible, offers himself for reappointment.
3. To reappoint Mr. A.J. Dedge, Director (DIN: 08192696) who retires by rotation and being eligible, offers himself for reappointment.
4. To reappoint Mr. S.S. Karle, Director (DIN: 08520575) who retires by rotation and being eligible, offers himself for reappointment.
5. To reappoint Mrs. S. A. Jadhavrao, Director (DIN: 05344895) who retires by rotation and being eligible, offers herself for reappointment.

SPECIAL BUSINESS:

6. **To consider the change in designation of Mr. N. K. Jadhav (DIN: 11323993) as 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 other applicable provisions of the Companies Act, 2013 and rules made thereunder read along with the Articles of Association and pursuant to the recommendation of Nomination and Remuneration Committee, Mr. N. K. Jadhav (DIN: 11323993), who was appointed as an Additional Director, in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director under Section 160, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

   RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution

7. **To consider the change in designation of Mr. C.V. Lagad (DIN: 11311851) as 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 other applicable provisions of the Companies Act, 2013 and rules made thereunder read along with the Articles of Association and pursuant to the recommendation of Nomination and Remuneration Committee, Mr. C.V. Lagad (DIN: 11311851) who was appointed as an Additional Director, in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing proposing his candidature for the office of Director under Section 160, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

   RESOLVED FURTHER THAT any Director of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution."

8. **To approve the remuneration of Cost Auditor**

   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 thereof, for the time being in force), consent of the Company be and is hereby accorded for payment of remuneration of ₹ 1,00,000/- (Rupees One Lakh Only) plus all applicable taxes as may be applicable and reimbursement of out-of-pocket expenses to M/s. Sagar Popat Dhiwar & Co., Cost Accountants (Firm Registration. No. 003049), appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the financial year ending March 31, 2027.

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

By Order of the Board of Directors
For Nanded City Development and Construction Company Limited

S. D. Magar
Managing Director
DIN: 00007613

Date: 31.08.2026
Place : Pune

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business under Item No. 7 to Item No.9 of the Notice, is annexed hereto.
2. A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM.
3. Corporate Members intending to send their authorised representatives to attend the meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution/Authority Letter authorising such representative to attend and vote on its behalf at the meeting.
4. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members are requested to write their Folio Number/DP ID Client ID in the attendance slip for attending the Meeting.
5. A person can act as proxy on behalf of members not exceeding fifty in number and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. However, a member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
6. A Proxy Form and Attendance Slip for the AGM is enclosed herewith.
7. The Shareholders/Proxies/Authorized Representatives are requested to produce at the Registration Counter(s) the attendance slip sent along with this Notice, duly completed and signed, for admission to the meeting hall. However, in case of non-receipt of Notice of AGM, members are requested to write to the Company at cs@nandedcitypune.com or at its Registered Office for obtaining the same.
8. During the period beginning 24 hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a member is entitled to inspect the proxies lodged at any time during the business hours of the Company.
9. Queries on financial statements and/ or operations of the Company, if any, may please be sent to the Company at the registered office of the Company at 5, Magarpatta City, Aditi Garden, Hadapsar, Pune – 411013 or via email to cs@nandedcitypune.com at least seven days in advance of the meeting so that the answers may be made available at the meeting.
10. The Statutory registers as required under the Companies Act, 2013, will be available for inspection by the Member at the AGM.
11. The record date for the purpose of payment of final dividend is 29th Day of September, 2026. Members holding equity shares as on the above date will be eligible to the final dividend.

12. Pursuant to Finance Act, 2020, dividend income will be taxable at the hands of shareholders with effect from April 1, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For more information on prescribed rates, members are requested to refer to the Finance Act, 2020 and amendments thereof. Further, according to the provisions of Section 206AB of the Income Tax Act, 1961, higher rates of tax would be deducted in case of payment to a Specified Person. The members are requested to update their PAN details with the Company (in case of shares held in physical mode) and depository participants (in case shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual shareholder, if the total dividend to be paid to shareholders during FY 2025-26 by the Company does not exceed ₹ 5,000/-. A resident individual shareholder with PAN who is not liable to pay income tax can submit a yearly declaration in Form 15G / 15H, to avail the benefit of non-deduction of tax, by submitting duly signed forms to the Company or send an email to cs@nandedcitypune.com. Shareholders are requested to note that in case their valid PAN is not registered with the Company, the tax will be deducted at a higher rate of 20%.

    Further, Members are requested to ensure their Aadhar number is linked with PAN, as per the timelines prescribed. In case of failure of linking Aadhar with PAN within the prescribed timelines, PAN shall be considered inoperative, and in such scenario, tax shall be deducted at higher rate of 20%. The Company will be using functionality of the Income-tax department to determine the applicable rate of TDS for the above purpose.

13. Transfer of Unclaimed / Unpaid amounts to the Investor Education and Protection Fund (IEPF):

    Pursuant to Section 125 and all other applicable provisions, if any, of the Companies Act, 2013, the amount of the dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to unpaid dividend account of the Company shall be transferred to the Investor Education and Protection Fund (the "Fund") set up by the Government of India.

    Any person/ Member who has not claimed their dividend in respect of earlier years are requested to approach the Company for claiming the same.

    Members are requested to note that no claim shall lie against the Company in respect of any amount of dividend remaining unclaimed / unpaid for a period of seven years from the dates they became first due for payment.

14. In terms of the "Green initiative" undertaken to protect the environment and reduce the carbon foot print, the Company has commenced sending various communications to the Members through electronic mode. Therefore, Notice of AGM and Annual Report for FY 2025-26 are being sent electronically to the members whose email IDs are registered with the company. For Members who have not registered their email address, physical copy of the Annual Report is being sent in the permitted mode. In case you wish to get a physical copy of the Annual Report, you may send your request to cs@nandedcitypune.com mentioning your Folio No /DP ID and Client ID. Members are requested to register/update his/her Email ID, by contacting the Company at cs@nandedcitypune.com or at the Registered Office of the Company.

    Notice of the AGM is also available on the website of the Company www.nandedcitypune.com and also on the website of CDSL – www.evotingindia.com and NSDL – www.nsdl.com

15. Relevant documents referred to in the accompanying Notice and Explanatory Statement are open for inspection by the Members at the Registered Office of the Company on all working days during normal business hours up to the date of the Meeting and also at the AGM.

16. Non-Resident Indian members are requested to inform the Company immediately of:

    a) Change in their residential status on return to India for permanent settlement.

    b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

17. Route map showing directions to reach the venue of the 21st AGM is annexed.

18. Members holding shares and desirous of making a nomination or cancellation/ variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Company the prescribed Form SH.13 for nomination and Form SH.14 for cancellation/ variation as the case may be. Where members are holding the shares in DEMAT mode, they may contact their Depository Participant for the same.

19. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be entitled to vote again at the AGM.

20. A person, whose name is recorded in the register of members maintained by the Company as on the cut-off date Wednesday, 23rd September 2026 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through

ballot paper.

21. Mr. Devesh Tudekar (FCS: 5712), Partner, DTSM & Associates, Company Secretaries and failing him Mr. Rohan Vhora (ACS: 27697) has been appointed as the Scrutinizer in respect of the facility as provided to the members of the Company, to scrutinize the voting and remote e-voting process in a fair and transparent manner.

22. The Chairman shall, at the AGM at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

23. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer`s decision on the validity of the vote shall be final and binding.

24. The Results declared along with the report of the Scrutinizer shall be placed on the Notice Board of the Company and on the website of Company at www.nandedcitypune.com and on www.evotingindia.com immediately after the declaration of result by the Chairman or a person authorized by him in writing.

25. **Voting through electronic means:**

    The remote e-voting period commences on **Saturday 26th September 2026 at 10:00 A.M.** and will end on **Monday, 28th September, 2026 at 5:00 P.M.,** the e-voting module shall be disabled for voting thereafter. Only the members whose names appears in the register of members as on Wednesday, 23rd September, 2026 ("Cut Off Date") shall be allowed to cast their votes by remote e-voting or through Venue Voting i.e. voting at the AGM through ballot paper.

    Members holding shares partly in physical mode and partly in electronic/demat mode are requested to follow the respective instructions for remote e-voting corresponding to each mode of holding.

    <u>THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:</u>

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 26th September, 2026 at 10:00 am and ends on Monday, 28th September, 2026 05.00 pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

    <u>Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares</u>

in demat mode.

(iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 & 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. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Type of shareholders	Login Method
	4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • 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.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii)For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Nanded City Development And Construction Company Limited on which you choose to vote.

(x) 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.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) 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.

(xiii)Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv)You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) 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.

(xvi)There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii)Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@nandedcitypune.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911

ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Pursuant to Section 102 of the Companies Act, 2013 (‘the Act’), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 7 to 9 of the accompanying Notice of the Annual General Meeting.

Item No. 7

Mr. N. K. Jadhav (DIN: 11323993), who was appointed as an Additional Director of the Company under Section 161(1) of the Companies Act, 2013 effective from 29th December, 2025 holds office up to the date of this Annual General Meeting. The Nomination and Remuneration Committee and the Board of Directors, considering his experience will be beneficial to the Company, have considered and recommended confirmation of his appointment to the Members.

The Brief resume of the proposed appointee is as under:

Name of Director	Mr. N. K. Jadhav
DIN	11323993
Date of Birth /Age	09/06/1968 (57Years)
Nationality	Indian
Qualification	Primary Education
Equity shares held in the Company	5,513 (441 Bonus shares)
List of Directorships held in other companies	-
List of Committee membership/chairmanship held in other companies	-
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	Mr. N. K. Jadhav was appointed as an Additional Director with effect from 29th December, 2025. At the ensuing AGM the Board has recommended his re-appointment as Director. No remuneration was paid or is proposed to be paid.

Mr. N. K. Jadhav hold relevant experience to be appointed as Director of the Company. Mr. N. K. Jadhav was appointed as an Additional Director as on 29th December, 2025. Mr. N. K. Jadhav is not a member or chairman of any committee of the Company. He is not related to any director or Key Managerial Personnel of the Company.

He is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. The Company has received a notice in writing, proposing his candidature for the office of Director under Section 160 of the Companies Act, 2013.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No 7 of the Notice in relation to appointment of Mr. N. K. Jadhav (DIN: 11323993) as Director of the Company, for the approval of the shareholders of the Company.

None of the Directors of the Company or their relatives or Key Managerial Personnel are concerned or interested, financially or otherwise, in the said resolution except the director being appointed.

Item No. 8

Mr. C.V. Lagad (DIN: 11311851), who was appointed as an Additional Director of the Company under Section 161(1) of the Companies Act, 2013 effective from 27th September, 2025, holds office up to the date of this Annual General Meeting. The Nomination and Remuneration Committee and the Board of Directors, considering his experience will be beneficial to the Company, have considered and recommended confirmation of his appointment to the Members.

The Brief resume of the proposed appointee is as under:

Name of Director	Mr. C.V. Lagad
DIN	11311851
Date of Birth /Age	05/10/1982 (43 Years)
Nationality	Indian
Qualification	Primary Education
Equity shares held in the Company	1,231 (98 Bonus shares)
List of Directorships held in other companies	-
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	Mr. C.V. Lagad was appointed as an Additional Director effective from 27th September, 2025. At the ensuing AGM the Board has recommended his re-appointment as Director. No remuneration was paid or is proposed to be paid.

Mr. C.V. Lagad hold relevant experience to be appointed as Director of the Company. Mr. C.V. Lagad was appointed with effect from 27th September, 2025 as an additional director. Mr. C.V. Lagad is not a member or chairman of any committee. He is not related to any director or Key Managerial Personnel of the Company

He is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. The Company has received a notice in writing proposing his candidature for the office of Director under Section 160 of the Companies Act, 2013.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 8 of the Notice in relation to appointment of Mr. C.V. Lagad (DIN: 11311851) as Director of the Company, for the approval to the shareholders of the Company.

None of the Directors of the Company or their relatives or Key Managerial Personnel are concerned or interested, financially or otherwise, in the said resolution except the director being appointed.

Item No. 9

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment of M/s. Sagar Popat Dhiwar & Co., Cost Accountants (Firm Registration. No.003049) as the Cost Auditors to conduct the audit of cost records of the Company for the financial year 2026-27. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified and approved by the Members of the Company. The Board, therefore, recommends the Ordinary Resolution set out at Item No. 09 of the Notice for approval by the Members.

None of the Directors/Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise, in the Resolution.

Accordingly, the Board recommends the Ordinary Resolution set out at Item No. 09 of the Notice for approval by the Members of the Company.

By Order of the Board of Directors

For Nanded City Development and Construction Company Limited

S. D. Magar
Managing Director
DIN: 00007613

Date: 31.08.2026
Place: Pune

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 : U45209PN2006PLC022073

Name of the Company : Nanded City Development and Construction Company Limited

Registered office : 5, Magarpatta City, Aditi Garden, Hadapsar, Pune - 411013

Name of the Member(s):

Registered address:

E-mail Id:

I/We, being the member (s) of …….. shares of the above named Company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:……………., or failing him

2. Name: ……………………

Address:

E-mail Id:

Signature:…………….,

as my proxy to attend and vote (on a poll) for me and on my behalf at the 21st Annual general meeting of the Company, to be held on the Tuesday, 29th September 2026 at 10.00 am at the Technical Office, Nanded City, A/p Nanded, Sinhagad Road, Pune - 411068 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution No.	I/We assent to the Resolution (for)	I/We dissent to the Resolution (against)
ORDINARY BUSINESS			
1.	To receive, consider and adopt the audited Standalone and Consolidated financial statements of the Company for the financial year ended as on 31st March, 2026 and the reports of the Board of Directors and Auditors thereon - **Ordinary Resolution**		
2.	To reappoint Mr. S.D. Jadhavrao, Director (DIN: 02000979) who retires by rotation and being eligible, offers himself for reappointment. - **Ordinary Resolution**		

NANDED CITY DEVELOPMENT & CONSTRUCTION COMPANY LIMITED
5, Magarpatta City, Aditi Garden, Hadapsar, Pune - 411 013
CIN : U45209PN2006PLC022073

Sr. No.	Resolution No.	I/We assent to the Resolution (for)	I/We dissent to the Resolution (against)
ORDINARY BUSINESS			
3.	To reappoint Mr. A.J. Dedge, Director (DIN: 08192696) who retires by rotation and being eligible, offers himself for reappointment. - **Ordinary Resolution**		
4.	To reappoint Mr. S.S. Karle, Director (DIN: 08520575) who retires by rotation and being eligible, offers himself for reappointment. - **Ordinary Resolution**		
5.	To reappoint Mrs. S. A. Jadhavrao, Director (DIN: 05344895) who retires by rotation and being eligible, offers herself for reappointment. - **Ordinary Resolution**		
SPECIAL BUSINESS			
6.	To consider the change in designation of Mr. N. K. Jadhav (DIN: 11323993) as Director of the Company – **Ordinary Resolution**		
7.	To consider the change in designation of Mr. C.V. Lagad (DIN: 11311851) as Director of the Company - **Ordinary Resolution**		
8.	To approve the remuneration of Cost Auditor - **Ordinary Resolution**		

Signed this ………. day of …….. 2026.

Signature of shareholder

Affix
Re.1/-
Revenue

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.**

NANDED CITY DEVELOPMENT AND CONSTRUCTION COMPANY LIMITED

CIN: U45209PN2006PLC022073

ATTENDANCE SLIP

Regd. Folio/DP ID & Client ID	
Name and Address of the Shareholder	

1) I hereby record my presence at the Annual General Meeting of the Company being held on Tuesday, 29th September, 2026 at 10.00 am (IST) at the Technical Office, Nanded City, A/p Nanded, Sinhagad Road, Pune - 411068.

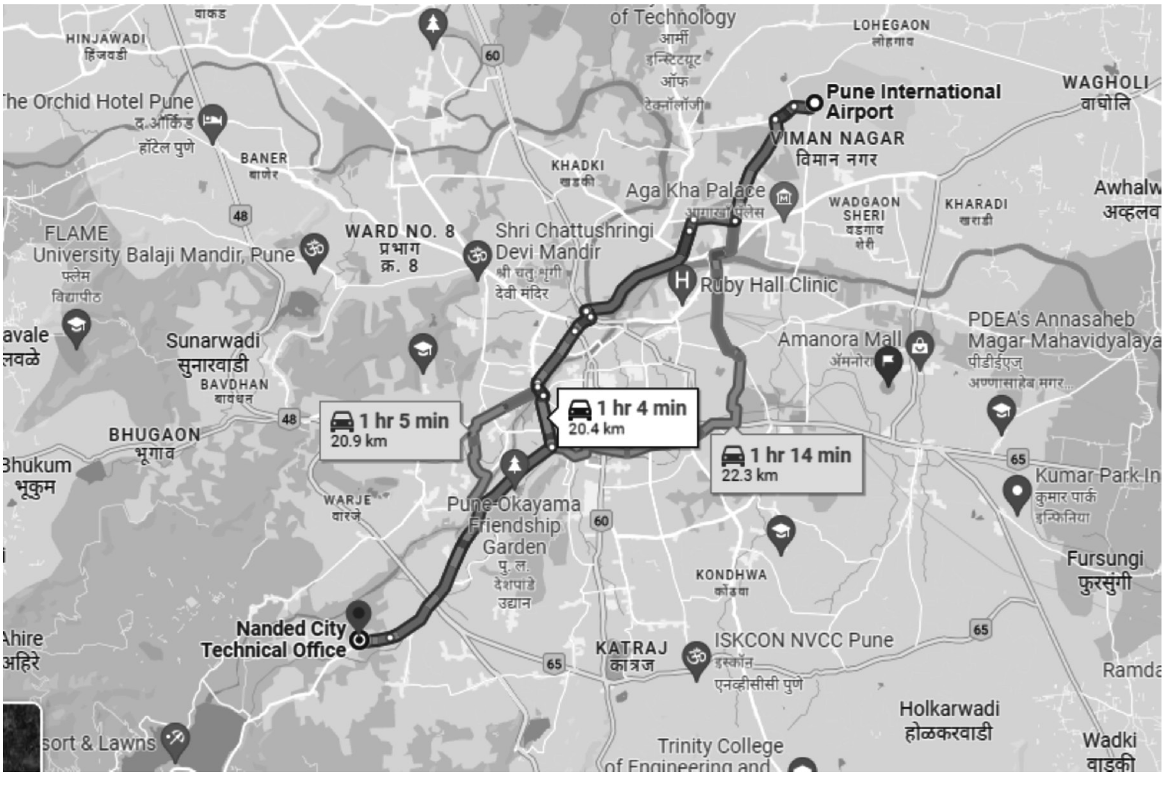
2) Signature of the Shareholder/Proxy Present

3) Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.

4) Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Note: Please fill in this attendance slip and hand it over at ENTRANCE of the MEETING HALL.

ROUTE MAP TO THE VENUE OF THE ANNUAL GENERAL MEETING



NANDED CITY DEVELOPMENT AND CONSTRUCTION COMPANY LIMITED

CIN : U45209PN2006PLC022073

Venue of the Annual General Meeting: Technical Office, Nanded City, A/p Nanded, Sinhagad Road, Pune 411068

Email : cs@nandedcitypune.com