

16th February 2026

To,
BSE Limited
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 544607 Scrip Symbol: SHTL

Sub.: Submission of Notice of 3rd/ 2025-26 Extra Ordinary General Meeting pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

We hereby submit the Notice of 3rd/ 2025-26 Extra Ordinary General Meeting of the Company to be held pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your perusal. Kindly consider the same and take the compliance on record.

Thanking you.

Yours faithfully

For Shining Tools Limited

VIPULBHAI LALJIBHAI GHONIA
Managing Director
DIN: 6511100

Encl.: As above

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given to the Shareholders (the “Shareholders” or the “Members”) of SHINING TOOLS LIMITED (“Company”) that an Extra-Ordinary General Meeting of the Company will be held on Tuesday, 10th March, 2026 at 11.30 a.m. through Video Conferencing / Other Audio Visual Means (“OAVM”) to transact the following special businesses:

Special Business(es):

- 1. To Regularize appointment of Mr. Shaileshbhai Durlabhjibhai Sagpariya (DIN:10068422) as a Non-Executive Independent Director of the Company.**

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, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), on the recommendation of the Nomination & Remuneration Committee and approval of the Members be and is hereby accorded to appoint Mr. Shaileshbhai Durlabhjibhai Sagpariya (DIN:10068422) as Director in the capacity of an Independent Director of the Company w.e.f. 11th December, 2025, who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and to hold office for a period of five years with effect from 11.12.2025 till 10.12.2030 be and is hereby appointed as Non-Executive Independent Director of the Company not liable to retire by rotation.

“RESOLVED FURTHER THAT any of the Directors of the Company for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

2. To Regularize appointment of Mr. Jay Bharatbhai Pansuria (DIN: 09344720) as a Non-Executive Independent Director of the Company.

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, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the Nomination & Remuneration Committee and approval of the members be and is hereby accorded to appoint Mr. Jay Bharatbhai Pansuria (DIN: 09344720) as Director in the capacity of an Independent Director of the Company w.e.f. 11th December, 2025, who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and to hold office for a period of five years with effect from 11.12.2025 till 10.12.2030 be and is hereby appointed as Non-Executive Independent Director of the Company not liable to retire by rotation.

"RESOLVED FURTHER THAT any of the Directors of the Company for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

3. To Regularize appointment of Mr. Akshar Jagdish Patel (DIN: 02908224) as a Non-Executive Independent Director of the Company:

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, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013, (the Act) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof

for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), on the recommendation of the Nomination & Remuneration Committee and approval of the Members be and is hereby accorded to appoint Mr. Akshar Jagdish Patel (DIN: 02908224) as Director in the capacity of an Independent Director of the Company w.e.f. 12th February, 2026, who has submitted a declaration that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act and to hold office for a period of five years with effect from 12.02.2026 till 11.02.2031 be and is hereby appointed as Non-Executive Independent Director of the Company not liable to retire by rotation.

"RESOLVED FURTHER THAT any of the Directors of the Company for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

NOTE(S):

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 19, 2024 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars"), permitted convening the Extra-Ordinary General Meeting ("EGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the EGM of the Company is being held through VC / OAVM. The deemed venue of the EGM shall be the corporate office of the Company.
2. In compliance with the aforesaid MCA Circulars and SEBI Circulars, owing to the difficulties, Notice of the EGM along with the Explanatory Statement is being sent only through electronic mode to those shareholders whose email addresses are registered with the Company/ Depositories/ Registrar and Share Transfer Agent of the Company. Shareholders may note that this Notice will also be available on the website of the Company at <https://www.tixnatools.com/>, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com/
3. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act"), in respect of the Special Business(es) to be transacted at the EGM is annexed hereto.

4. Since, this EGM is being held through VC/OAVM pursuant to the MCA Circulars and SEBI Circulars, physical attendance of shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the shareholders will not be available for this EGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. The Route Map for the EGM is also not annexed with this EGM Notice.
5. The Company has appointed National Securities Depository Limited (NSDL) to provide VC/OAVM facility and e-voting facility for the Extra-Ordinary General Meeting.
6. As per the provisions of Section 103 of the Act, shareholders attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum.
7. Pursuant to Section 113 of the Act, Corporate Shareholders are required to send the scanned copy (in PDF or JPG format) of the certified Board Resolution/Authority Letter from its governing body, as the case may be, authorizing their representative(s) to attend this EGM through VC/ OAVM and vote on their behalf through remote e – voting or at the EGM, by email from their registered email addresses to the Scrutinizer through e-mail at cs@tixnatools.com.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, March 05, 2026 to Tuesday, March 10, 2026 (both days inclusive).
9. Members who are holding shares in physical forms are requested to notify changes in their respective address or Bank details to the Company or to the Registrar and Share Transfer Agent of the Company. In respect of holding in electronic form, members are requested to notify any change in address or Bank detail to their respective depository participant.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding securities in the electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to or to the Company.
11. Relevant documents referred to in the accompanying Notice and explanatory statement shall be available for inspection by the Members on the website of the Company, www.jmg-corp.in up to the date of EGM.
12. Procedure for obtaining the EGM Notice, Explanatory Statement and e-voting instructions by the shareholders whose email addresses are not registered with the depositories or with RTA on physical folios:

Members who have not registered their email addresses and in consequence the Notice of EGM including the Explanatory Statement and e-voting instructions could not be served, may get their email address and mobile number registered with the Company's Registrar and Share Transfer Agent namely, **Accurate Securities and Registry Private Limited**, K P Epitome Nr, B1105 -1108, Lake, Nr. Siddhi Vinayak Tower, Makarba, Ahmedabad, Gujarat 380051 ("RTA") by sending their request letters, signed by the shareholders along with self- attested copies of PAN card and address proof to register their email ids. Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, shareholder may write to cs@tixnatools.com.

13. In order to communicate the important and relevant information and event to the members, including quarterly results in cost efficient manner, the members are requested to register their email addresses with the Registrar & Share Transfer Agents (RTA) in case of shares held in physical form and with their respective Depository Participants (DP) in case of demat holdings.
14. Member may also note that the Notice of the EGM will be available on the Company's website <https://www.tixnatools.com/>
15. The Register of Director, Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 will be made available electronically for inspection by members of the Company.
16. The Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available electronically for inspection by the members at the EGM.

Voting through electronic means:

17. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Company has provided a facility to its members to cast their votes on resolutions as set forth in the Notice convening the Extra-Ordinary General Meeting to be held on Tuesday, 10th March, 2026 at 11.30 a.m., electronically through the e-voting service provided by NSDL. Resolution(s) passed by the Members through e-voting is/ are deemed to have been passed as if they have been passed at the Extra-Ordinary General Meeting. The e-voting facility will commence from 09:00 A.M. (IST) on Saturday, 7th Day of March, 2026 and end at 05:00 P.M. (IST) on Monday, 9th Day of March, 2026. The e-voting module shall be disabled by NSDL for voting thereafter. During this period, the members holding

shares either in physical form or in dematerialized form, as on the cut-off date for e-voting i.e. Wednesday, 4th Day of March, 2026 may cast their votes electronically.

18. Those Members, who will be present in the EGM through VC/ OAVM facility and have not cast 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 during the EGM.
19. Mr. Sachin Thakkar, Practicing Company Secretary (Membership No. FCS-11396) of M/s Sachin Thakkar & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer to scrutinize the voting and remote e- voting process in a fair and transparent manner.
20. The Members who have cast their vote by remote e-voting prior to the EGM may also attend/ participate in the EGM through VC/OAVM but shall not be entitled to cast their vote again.
21. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
22. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he/she is already registered with NSDL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.
23. The Scrutinizer shall, immediately after the votes cast during the EGM, unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the EGM, 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.
24. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.tixnatools.com and on the website of NSDL <https://www.evoting.nsdl.com>. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

25. Voting through electronic means:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re- enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM.

2. 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 EGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the EGM 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 EGM 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 EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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) the Secretarial Standard on General Meetings (SS2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. 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 e-voting on the date of the EGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at <https://www.tixnatools.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

The instructions for members for remote E-Voting and Joining General Meeting are as under:

The remote e-voting period begins on 7th March, 2026 at 9:00 A.M. and ends on 9th March, 2026 at 5:00 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. 4th March, 2026, 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 4th March, 2026.

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM shall be conducted through VC / OAVM.
2. 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 EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM 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 EGM 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 EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. 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) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. 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 e-voting on the date of the EGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at www.tixnatools.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM
7. Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

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

The remote e-voting period begins on at 7th March, 2026 at 9:00 A.M. and ends on 9th March, 2026 at 5:00 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. 4th March 2026 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 4th March 2026.

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	1. 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.,

securities in demat mode with NSDL.

- 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 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.
- Existing IDeAS user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' 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 "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 i.e. NSDL 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 & voting during the meeting.
 - If you are 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>
 - 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 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.

	<p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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) 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.

Login type	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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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.

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

d) 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?

1. 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.
2. 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”.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
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.

General Guidelines for shareholders

1. 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 cssachinthakkar@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other



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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.

2. 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 to reset the password.
3. 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 or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at 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 (Company email id).
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 (Company email id). 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 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.

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02825 299314

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www.tixnatools.com

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

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM 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 EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
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 EGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the EGM 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 cs@tixnatools.com . The same will be replied by the company suitably.



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6. The Speaker of the Extra Ordinary General Meeting to be held shall be Mr. Vipulbhai Laljibhai Ghonia, (DIN: 06511100) Managing Director of the Company,

**By order of the Board
For Shining Tools Limited**

VIPULBHAI LALJIBHAI GHONIA
Managing Director
DIN: 6511100

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 1 Regularization of Appointment of Mr. Shaileshbhai Durlabhjibhai Sagpariya (DIN:10068422)

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed Mr. Shaileshbhai Durlabhjibhai Sagpariya (DIN:10068422) as an Independent Director of the Company to hold office for a period of five consecutive years up to 10th December 2030 not liable to retire by rotation, subject to the consent by the Members of the Company at the ensuing Extra-Ordinary General Meeting, As an Independent Director, Mr. Shaileshbhai Durlabhjibhai Sagpariya holds office till 10.12.2030 and is not liable to retire by rotation.

The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the "Act") from a Director signifying his intention to propose the appointment of Mr. Shaileshbhai Durlabhjibhai Sagpariya as Non – Executive Independent Director of the Company. The Company has also received a declaration from Mr. Shaileshbhai Durlabhjibhai Sagpariya confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mr. Shaileshbhai Durlabhjibhai Sagpariya is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company. In the opinion of the Board, Mr. Shaileshbhai Durlabhjibhai Sagpariya fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

Copy of letter of appointment of Mr. Shaileshbhai Durlabhjibhai Sagpariya setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mr. Shaileshbhai Durlabhjibhai Sagpariya, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2) is given as **Annexure A** to this Notice.

Mr. Shaileshbhai Durlabhjibhai Sagpariya is not related to any other Director and Key Managerial Personnel and their relatives.

The Board recommends passing of the Special Resolutions as set out in Item no. 1 of this Notice, for approval by the Members of the Company, as the rich experience and the vast knowledge of Mr. Shaileshbhai Durlabhjibhai Sagpariya would benefit the Company.

Item No. 2 Regularization of Appointment of Mr. Jay Bharatbhai Pansuria (DIN: 09344720)

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed Mr. Jay Bharatbhai Pansuria (DIN: 09344720) as an Independent Director of the Company to hold office for a period of five consecutive years up to 10th December 2030 not liable to retire by rotation, subject to the consent by the Members of the Company at the ensuing Extra-Ordinary General Meeting, As an Independent Director, Mr. Jay Bharatbhai Pansuria (DIN: 09344720) holds office till 10.12.2030 and is not liable to retire by rotation.



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The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the “Act”) from a Director signifying his intention to propose the appointment of Mr. Jay Bharatbhai Pansuria (DIN: 09344720) as Non – Executive Independent Director of the Company. The Company has also received a declaration from Mr. Jay Bharatbhai Pansuria (DIN: 09344720) confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Mr. Jay Bharatbhai Pansuria (DIN: 09344720) is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company. In the opinion of the Board, Mr. Jay Bharatbhai Pansuria (DIN: 09344720) fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

Copy of letter of appointment of Mr. Jay Bharatbhai Pansuria setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mr. Jay Bharatbhai Pansuria, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2) is given are **Annexure A** to this Notice.

Mr. Jay Bharatbhai Pansuria (DIN: 09344720) is not related to any other Director and Key Managerial Personnel and their relatives.

The Board recommends passing of the Special Resolutions as set out in Item no. 2 of this Notice, for approval by the Members of the Company, as the rich experience and the vast knowledge of Mr. Jay Bharatbhai Pansuria (DIN: 09344720) would benefit the Company.

Item No. 3 Regularization of Appointment of Mr. Akshar Jagdish Patel (DIN: 02908224)

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have appointed Mr. Akshar Jagdish Patel (DIN: 02908224) as an Independent Director of the Company to hold office for a period of five consecutive years up to 11th February 2031 not liable to retire by rotation, subject to the consent by the Members of the Company at the ensuing Extra-Ordinary General Meeting, As an Independent Director, Mr. Akshar Jagdish Patel (DIN: 02908224) holds office till 11.02.2031 and is not liable to retire by rotation.

The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the “Act”) from a Director signifying his intention to propose the appointment of Mr. Akshar Jagdish Patel (DIN: 02908224) as Non – Executive Independent Director of the Company. The Company has also received a declaration from Mr. Akshar Jagdish Patel (DIN: 02908224) confirming that he meets the criteria of independence as prescribed under the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). Mr. Akshar Jagdish Patel (DIN: 02908224) is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company. In the opinion of the Board, Mr. Akshar Jagdish Patel (DIN: 02908224) fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

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Copy of letter of appointment of Mr. Akshar Jagdish Patel setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mr. Akshar Jagdish Patel, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2) is given are **Annexure A** to this Notice.

Mr. Akshar Jagdish Patel (DIN: 02908224) is not related to any other Director and Key Managerial Personnel and their relatives.

The Board recommends passing of the Special Resolutions as set out in Item no. 3 of this Notice, for approval by the Members of the Company, as the rich experience and the vast knowledge of Mr. Akshar Jagdish Patel (DIN: 02908224) would benefit the Company.

Annexure A

DETAILS OF DIRECTORS SEEKING REGULARISATION AT THE EXTRA-ORDINARY GENERAL MEETING

(Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 on General Meeting)

Sr. No.	Particulars	Mr. Jay Bharatbhai Pansuria	Mr. Shaileshbhai Durlabhjibhai Sagpariya	Mr. Akshar Jagdish Patel
1.	Director Identification Number (DIN)	09344720	10068422	02908224
2.	Date of Birth	22/01/1993	19/07/1973	21/07/1988
2.	Age	33 years	53 years	38 years
3	Qualification	Company Secretary	B. Com (Gold Medallist), M. Com Secured 3 rd Rank in Gujarat in GPSC direct class 1 Examination	Company Secretary, Chartered Accountant and Bachelor of Law
4.	Nationality	Indian	Indian	Indian

5.	Experience (including expertise in specific functional area) / Brief Profile	<p>Mr. Jay Bharathbhai Pansuria, is an expert in corporate governance, company laws, and legal compliance. He is a Fellow Member of the Institute of Company Secretaries of India (ICSI), and holding degrees in Law (L.L.B) and Business Administration (B.B.A).</p> <p>He has worked for over eight years across various different industries, including FMCG (consumer goods), Chemicals, Manufacturing, and Government companies. His main involves ensuring that companies adhere to all the rules and laws (legal compliance),</p>	<p>Mr. Shaileshbhai Durlabhjibhai Sagpariya, is a highly accomplished individual known for his extensive experience in government service and his current role as a distinguished motivational speaker, author, and educator.</p> <p>He is highly educated, holding a Master of Commerce degree (M. Com) and earning a Gold Medal for his Bachelor's degree (B. Com). He even achieved the 3rd rank in a top government exam (GPSC Class 1) in Gujarat.</p> <p>He spent 20 years working for the government, holding senior jobs like Joint Director at SPIPA (Sardar Patel Institute of Public Administration) for 10 years and Deputy General Manager, Sardar Sarovar Narmada Nigam.</p> <p>Since 2010, he has become a distinguished motivational speaker. He</p>	<p>Mr. Akshar Patel is a Chartered Accountant, Company Secretary, and Law Graduate with over 15 years of rich professional experience in statutory audit, internal audit, corporate governance, compliance, risk management, and financial advisory. He has been actively involved in advising companies on strengthening internal controls, compliance management systems, governance frameworks, and board effectiveness.</p> <p>He possesses strong domain knowledge of the Companies Act, 2013, SEBI regulations, FEMA, RBI guidelines, taxation laws, and allied corporate and commercial laws. His experience spans listed and unlisted companies, SMEs, NBFCs, trusts, and group entities, where he has supported management and boards on regulatory compliance, audit oversight, IPO readiness, due diligence, and strategic transactions.</p> <p>Mr. Patel is known for his independent judgment,</p>
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		<p>managing the board of directors (corporate governance), and handling complex tasks like dealing with Statutory and Regulatory Authorities, Fundraising through IPO, capital Market Compliances</p> <p>Currently, he works as a Professional Consultant advising companies on important secretarial tasks, compliance, and listing procedures. He has also served as an Independent Director for Yamuna Machine Works Limited, where he focused on compliance and making sound legal decisions for the board. His background is perfect for ensuring a</p>	<p>has given over 500 lectures and run over 500 programs to help students and teachers. He has written 34 bestselling books and won the prestigious Gujarati Sahitya Academy Award.</p> <p>Shailesh Sagpariya's profile offers a unique blend of expertise that allows him to provide objective, strategic guidance and uphold the highest standards of corporate governance as an Independent Director.</p>	<p>ethical approach, and practical understanding of business risks, enabling him to contribute effectively to board deliberations, audit committees, and governance-related matters. His multidisciplinary qualification and hands-on experience allow him to add value through robust governance, risk mitigation, and sustainable business practices.</p>
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		company runs smoothly, legally, and ethically.		
5.	Terms and Conditions of Appointment/ Reappointment along with the details of remuneration	The appointment is for a terms of 5 years Effective from 11.12.2025 to 10.12.2030. As an Independent Director, not eligible for any remuneration other than sitting fees.	The appointment is for a terms of 5 years Effective from 11.12.2025 to 10.12.2030. As an Independent Director, not eligible for any remuneration other than sitting fees.	The appointment is for a terms of 5 years Effective from 12.02.2026 to 11.02.2031. As an Independent Director, not eligible for any remuneration other than sitting fees.
6.	Remuneration last drawn (including sitting fees, if any)/proposed to be paid	As agreed between the parties	As agreed between the parties	As agreed between the parties
7.	Date of first appointment on the Board	Date of Appointment - 11-12-2025	Date of Appointment - 11-12-2025	Date of Appointment - 12.02.2026
8.	Shareholding in the company	NIL	NIL	NIL
9.	Disclosures of Relationship between Directors, Key Managerial Personnel and other Key Managerial Personnel of the company	Mr. Jay Bharathbhai Pansuria is not related to any of the Directors of the Company.	Mr. Shaileshbhai Durlabhjibhai Sagpariya is not related to any of the Directors of the Company.	Mr. Akshar Jagdish Patel is not related to any of the Directors of the Company

10.	Number of meetings of the Board attended during the year	2	1	0
11.	Directorship held in other Companies as on 31 st March, 2025	Nil	Acts as Independent Director in HI-GREEN CARBON LIMITED CIN: L45100GJ2011PLC066917	Acts as Independent Director in SK International Export Limited CIN: L18109MH2018PLC314141 Acts as a Director in AMICS Games Private Limited CIN: U72900MH2019PTC325225
12.	Chairman/ Members of the Committee of the board of Directors in other Companies as on 31 st March, 2025		HI-GREEN CARBON LIMITED Chairman of Audit Committee Member in Nomination and Remuneration Committee and Stakeholder Relationship Committee	SK International Export Limited Chairman of Audit Committee Member in Nomination and Remuneration Committee



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