SHANTI EDUCATIONAL INITIATIVES LIMITED

Board Meeting

(Meeting Serial No. 04/FY 2025-26)

Day	Monday
Date	15th December, 2025
Time	12:30 P.M.
Venue	Board Room, Shanti Corporate House, Nr. Hira Rupa Hall, Bopal - Ambli Road, Ahmedabad – 380058
Members	
1) Mr. Vishal Chiripal 2) Mr. Darshan Vayeda 3) Mrs. Komal Bajaj	4) Mr. Susanta Kumar Panda 5) Mr. Mohit Gulati 6) Ms. Yahsree Dixit
Invitees	
1) Mr. Jayesh Patel	
2) Ms. Pooja Khakhi	
3) Mr. Nipul Zaveri	

Board Meeting No: BM-04/2025-26/15th December, 2025

Board Meeting Notice & Agenda

To,

The Board of Directors
Shanti Educational Initiatives Limited
Ahmedabad

Dear Sir/Madam,

Notice is hereby given that a Meeting of the Board of Directors of the Company, convened at shorter notice pursuant to the applicable provisions of the Companies Act, 2013, will be held on **Monday, 15th December, 2025 at 12:30 P.M.** at Shanti Corporate House, Beside Hira Rupa Hall, Opposite Landmark Hotel, Bopal–Ambli Road, Ahmedabad – 380058, and/or through Video Conferencing (VC), to consider and transact the following items of business:

Sr. No.	Agenda Items
01	To grant leave of absence to the Directors of the Company, if any
02	To take note of the Minutes of the pervious Board Meeting held on 17th October, 2025
03	To take note of the Minutes of Committee Meetings (i) Audit Committee Meeting (ii) Stakeholders Relationship Committee Meeting
04	To take note of the Circular Resolution passed by the Board of Directors
05	To take note of resolutions passed by Management Committee of the Board
06	To take note of the omnibus approval provided by Audit Committee for the Related Party Transactions proposed to be entered into with M/s. Vishal Fabrics Limited and M/s. Chiripal Renewable Energy Private Limited
07	To consider and approve investment for incorporation of a Wholly Owned Subsidiary Company
08	To consider any other matter with the permission of Chairperson

Kindly make it convenient to attend the meeting.

In case of any query, you are requested to mail at cs@seil.edu.in.

For Shanti Educational Initiatives Limited

Sd/-
Pooja H Khakhi
Company Secretary

Date: 13.12.2025
Place: Ahmedabad

NOTES TO AGENDA FOR THE BOARD MEETING TO BE HELD ON 15.12.2025

<table>
<tr><td>Agenda No. 01:</td><td>To grant leave of absence to the Directors of the Company, if any</td></tr>
<tr><td></td><td>The board is required to grant leave of absence to Directors who are unable to join the meeting. The request for leave of absence, if any, will be mentioned at the meeting.</td></tr>
<tr><td>Agenda No. 02:</td><td>To take note of the Minutes of the pervious Board Meeting held on 17th October, 2025</td></tr>
<tr><td></td><td>The Board of Directors ("Board') of the Company is requested to take note of the signed and executed minutes of the previous Board meeting held on 17.10.2025 which have already been circulated and approved by the Board.

Enclosed as Annexure – 1.</td></tr>
<tr><td>Agenda No. 03:</td><td>To take note of Minutes of Committee meeting</td></tr>
<tr><td></td><td>The Board is informed that pursuant to Schedule II, Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 1 on Meeting of Board of Directors issued by the Institute of Company Secretaries of India, the Board of the Directors shall note the Minutes of the preceding Meetings of the Committee held immediately following the date of entry of such Minutes in the Minutes Book.

Accordingly, Minutes of the Meeting of the below mentioned Committees are annexed as Annexure - 2:

<table>
<tr><th>Sr. No.</th><th>Name of the Committee</th><th>Date of Meeting</th></tr>
<tr><td>1</td><td>Audit Committee</td><td>17.10.2025</td></tr>
<tr><td>2</td><td>Stakeholders Relationship Committee</td><td>17.10.2025</td></tr>
</table>

The Board is requested to note the same.</td></tr>
<tr><td>Agenda No. 04:</td><td>To take note of the Circular Resolution passed by the Board of Directors</td></tr>
<tr><td></td><td>The Board Members are requested to take note of the Circular Resolution dated 24th November, 2025 which was circulated to all Directors and was duly passed with the requisite majority. The following resolution had been passed by circulation:

01. To consider and authorize the Professionals to represent the Company before the concerned Authority

"RESOLVED THAT in furtherance to the resolution passed by the Board of Directors ("Board") in its meeting held on Friday, 17th October, 2025 with respect to shifting of Registered of the company from Gujarat to Haryana, the consent of the Board be and is hereby given to authorise Mr. Abhishek</td></tr>
</table>

	Nahta, Chartered Accountant in Practice (Membership No. 513559). Ms. Avinash Kaur, Company Secretary in Practice (CoP No.: 18255 and Membership No.: 11430) and Mr. Shivank Parashar, Company Secretary in Practice (CoP No.: 23735 and Membership No.: A63326) to appear and represent the Company before the Regional Director, Registrar of Companies, or such other regulators/authorities as may be necessary in the matter of the petition to be filed for their confirmation for the proposed alteration of the memorandum as to the change of the place of the Registered Office from one state to another and are also authorised to make such statements, furnish such information and to do all such acts, deeds and things as may be necessary in relation to the said petition. **02. Granting NOC to use similar Name:** **"RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder, consent of the Board of Directors be and is hereby accorded to provide a 'No Objection Certificate' (NOC) in favour of Mr. Darshan Vayeda and/or Mr. Vishal Chiripal for using the name "**Shanti**", which is similar/identical to the name of our Company and registered trademark Shanti Educational Initiatives Limited, for the purpose of name reservation, incorporation, or any related statutory requirement before the Registrar of Companies or any other authority. **RESOLVED FURTHER THAT** the Board hereby confirms that the Company has no objection whatsoever to the use of the aforesaid similar/identical name by Mr. Darshan Vayeda and/or Mr. Vishal Chiripal, and that such use will not affect the business, operations, or legal standing of the Company. **RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorised to issue the NOC on behalf of the Company and to sign, execute and submit any documents, declarations, letters or confirmations as may be required by any authority in this regard. **RESOLVED FURTHER THAT** a certified true copy of this resolution be provided to the concerned authority or party as and when required." The Board is requested to take note of the same.
Agenda No. 05:	**To take note of resolutions passed by Management Committee of the Board dated 10th October, 2025**
	1) Change in Authorised Signatory in Bank Account no. 917020081731241, maintained with AXIS Bank (Shanti Junior Division) 2) Change in Authorised Signatory in Bank Account no. 067102000024295, maintained with IDBI Bank (Shanti Junior Division) 3) Change in Authorised Signatory in Bank Account no. 3245701626, maintained with Kotak Mahindra Bank (Keystone Division) 4) Change in Authorised Signatory in Bank Account no. 3249830506, maintained with Kotak Mahindra Bank (Catalyzer Division) 5) Authorising Mr. Nipul Zaveri, Financial Advisor and Mr. Jayesh Patel, CFO of the Company to sign and execute documents related to routine operations of the Company.

Agenda No. 06:	**To take note of the omnibus approval provided by Audit Committee for the Related Party Transactions proposed to be entered into with M/s. Vishal Fabrics Limited and M/s. Chiripal Renewable Energy Private Limited**
	The Board Members are requested to take note of the omnibus approval provided by Audit Committee for the Related Party Transactions proposed to be entered into with M/s. Vishal Fabrics Limited and M/s. Chiripal Renewable Energy Private Limited as per the recommendation of the Audit Committee. The details of the related party transaction will be placed before the Board.
Agenda No. 07:	**To consider and approve investment for incorporation of a Wholly Owned Subsidiary Company:**
	The Board is informed that in order to expand the business operations / for strategic business purposes, it is proposed to incorporate a Wholly Owned Subsidiary Company under the provisions of the Companies Act, 2013. The said investment is within the limits of Section 186 of Companies Act, 2013 and rules made thereunder and accordingly approval of shareholders is not required for the same. In consideration of the same the Board is requested to pass the following draft resolution: ***Draft Resolution:*** **"RESOLVED THAT** pursuant to Section 179(3), Section 186 read with Companies (Meetings of Board and Powers) Rules 2014, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended and such other provisions of the Articles of Association of the Company, consent of the Board be and is hereby accorded to incorporate a Wholly Owned Subsidiary Company under the Companies Act, 2013 in India, in such name as may be approved by the Registrar of Companies. **RESOLVED FURTHER THAT** the proposed Wholly Owned Subsidiary Company shall be incorporated with an authorised share capital of ₹ 1,00,000/- divided into 10,000 equity shares of ₹ 10 each. **RESOLVED FURTHER THAT Mr. Darshan Vayeda,** Authorised Representative of the Company, residing at A-5, Upasana Apartment, Laad Society Road, Vastrapur Lake, Nr Anjali Apartment, Ahmedabad – 380015, be and is hereby authorized to subscribe to the Memorandum and Articles of Association of the proposed Company for 10,000 Equity shares of Rs. 10/- each amounting to Rs. 1,00,000/- (Rupees One Lakhs Only) on behalf of the Company in the initial paid up capital of the proposed Company and to do all such acts, deeds and things as may be necessary in this regard. "**RESOLVED FURTHER THAT** upon incorporation of the proposed Wholly Owned Subsidiary of the Company, which shall be treated as a ***deemed public company*** pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, the Board hereby takes note of the same and accords its approval for all consequential compliances, actions and filings required to be undertaken in this regard."

	RESOLVED FURTHER THAT the initial subscription to the Memorandum of Association of the proposed Wholly Owned Subsidiary Company be made by the Company to the extent of 100% of the shareholding, either directly or through its nominees Mr. Jaiprakash Chiripal, Mr. Jyotiprasasd Chiripal, Mr. Brijmohan Chiripal, Mr. Vishal Chiripal, Mr. Ronak Chiripal and Mr. Vansh Chiripal, as per applicable law. **RESOLVED FURTHER THAT** any of the Director or Company Secretary of the Company of the Company be and are hereby severally authorized to sign all the necessary documents, papers, documents agreements and do all such acts so as to invest in the wholly owned subsidiary Company. **RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized to do all acts and deeds necessary to give effect to this resolution including to issue a certified copy of this resolution to such authorities and such person, as may be required, giving various intimations as may be required pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015."
Agenda No. 08:	**Any other matter with the permission of Chairman**
	The Board shall discuss the matter which is not specified in the above agenda items in the Board meeting with the consent of the majority of the Board members and with the permission of the Chairperson of the Board Meeting and the meeting shall end with a vote of thanks to the chair.
==========xxxxxx==========	