

NIBE ORDNANCE AND MARITIME LIMITED
(Formerly known as Anshuni Commercials Limited)

August 26, 2024

The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400001

Scrip No. 512091

Subject: Notice of the 39th Annual General Meeting of the Company

With reference to the captioned subject, this is to inform you that the 39th Annual General Meeting of the Company for the FY 2023-24 is scheduled to be held on Saturday, September 21, 2024 at 2.30 p.m. through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility.

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, please find enclosed herewith Notice of the 39th Annual General Meeting of the Company.

Please take the same on your records and suitably disseminated at all concerned.

Thanking You,

Yours faithfully,
For Nibe Ordnance and Maritime Limited
(Formerly known as Anshuni Commercials Limited)

MAHESH PANWAR
Digitally signed by
MAHESH PANWAR
Date: 2024.08.26
14:53:28 +05'30'

Mahesh Panwar

Whole-time Director

DIN: 06702073

Email ID: anshunicommercialsLtd@gmail.com.

Encl.: As Above

NOTICE OF 39TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th (Thirty Nine) Annual General Meeting of the Members of **Nibe Ordnance and Maritime Limited (Formerly known as Anshuni Commercials Limited)** (“the Company”) will be held on Saturday, September 21, 2024 at 2.30 p.m. through Video Conference (“VC”)/Other Audio- Visual Means (“OAVM”) to transact the following businesses: The venue of the Meeting shall be deemed to be the Registered Office of the Company at 202, C-Wing, Windfall, Sahar Plaza Complex, J B Nagar, Marol, M. V. Road, Andheri (East), Mumbai - 400059

ORDINARY BUSINESS:

1. TO RECEIVE, CONSIDER AND ADOPT :

The audited standalone financial statements of the Company for the financial year ended on March 31, 2024, together with the reports of the Board of Directors and the Auditors’ thereon;

2. RE-APPOINTMENT OF DIRECTOR :

To appoint a director in place of Mr. Ganesh Ramesh Nibe (DIN: 02932622), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. TO APPROVE GRANTING OF LOANS, GUARANTEES AND SECURITIES UNDER SECTION 185 OF THE COMPANIES ACT, 2013 :

To consider and, if thought fit, to pass, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to Section 185 read with Section 186 of Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) the consent of the Members of the Company be and is hereby accorded for advancing loan and/or giving of guarantee(s), and /or providing of security(ies) in connection with any loan taken/to be taken from financial institutions / banks / insurance companies / other investing agencies or any other person(s) / bodies corporate by any entity (said entity(ies) covered under the category of ‘a person in whom any of the Director of the company is interested’ as specified in the explanation to Sub-section (b) of Section 2 of the said section, up to an aggregate outstanding amount not exceeding Rs. 50 crores (Rupees Fifty crores only) as detailed in explanatory statement;

RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to this resolution.”

4. TO CONSIDER AND APPROVE MATERIAL TRANSACTIONS WITH RELATED PARTIES AS DEFINED UNDER SECTION 188 OF THE COMPANIES ACT, 2013 :

To consider and, if thought fit, to pass, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with related rules, if any, including any statutory modification or re-enactment thereof for the time being in force and the Rules framed thereunder, as amended from time to time (“the Act”), the approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to enter into, contract(s)/ arrangement(s)/ transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) as mentioned in the explanatory statement with the subsidiaries hereinafter referred as (“related parties”), on such terms and conditions as may be agreed between the Company and such related parties for an aggregate value as stated against each class of transaction, to be entered into during period of one period subject to such contract(s)/arrangement(s)/ transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company;

RESOLVED FURTHER THAT the Board, be and is hereby authorized, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities,

including Governmental/Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

5. TO TAKE NOTE OF THE CERTIFICATE PURSUANT TO REGULATION 45(3) OF SEBI (LODR), 2015 :

Certificate dated May 02, 2024, pursuant to Regulation 45(3) of SEBI (LODR), Regulations, 2015, received from DAPNS & Co., Practicing Chartered Accountants confirming the compliance of Regulation 45 of the SEBI (LODR), 2015 is attached herewith.

Members are requested to take the note of the same.

6. APPOINTMENT OF STATUTORY AUDITORS TO FILL CASUAL VACANCY :

To consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s), clarifications, exemptions or re-enactments thereof for the time being in force), M/s. Kailash Chand Jain & Co., Chartered Accountants, (FRN: 112318W), be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of existing Statutory Auditors viz; M/s. Jay Gupta & Associates, Chartered Accountants to hold office till the conclusion of the 39th Annual General Meeting of the Company and that the Board of Directors of the Company be and are hereby authorized to finalize the terms and conditions of their appointment, including remuneration during their tenure, based on the recommendation of the Audit Committee.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

7. APPOINTMENT OF STATUTORY AUDITORS :

To consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification(s) thereof and based on the recommendation of the Audit Committee and of the Board of Directors, M/s. Kailash Chand Jain & Co., Chartered Accountants, (FRN: 112318W), who have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of the 39th Annual General Meeting till the conclusion of the 44th Annual General Meeting and that the Board of Directors of the Company be and is hereby authorized to finalize the terms and conditions of their re-appointment, including remuneration during their tenure, based on the recommendation of the Audit Committee.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all 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 of
Nibe Ordance and Maritime Limited
(Formerly known as Anshuni Commercial Limited)

Sd/-
Mahesh Panwar
Whole-time Director
DIN: 06702073

Email id.: anshunicommercialsLtd@gmail.com

Registered Office:

202, C-Wing, Windfall, Sahar Plaza Complex,
J B Nagar Marol, M. V. Road, Andheri (East),
Mumbai – 400059

Place: Mumbai

Dated: August 12, 2024

NOTES - FORMING PART OF THE NOTICE

1. Details of the Directors seeking appointment/re-appointment in pursuance of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standards-2 on General Meetings, as applicable are annexed to this Notice.
2. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to “Clarification on passing of Ordinary and Special Resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by “COVID-19”, General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to “Clarification on holding of Annual General Meeting (“AGM”) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)”, (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item Nos. 3 to 7 of the Notice, is annexed hereto.
4. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 issued by Securities Exchange Board of India (collectively referred to as “SEBI Circulars”), the Notice of the AGM along with the Integrated Annual Report for FY 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/National Securities Depository Limited (“NSDL”) and the Central Depository Services (India) Limited (“CDSL”), collectively “**Depositories**”.
5. 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 AGM and accordingly, the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-Voting.
6. Institutional shareholders/corporate shareholders (i.e. other than INDIVIDUALS, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to anshunicommercialsLtd@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com Institutional shareholders (i.e. other than INDIVIDUALS, HUFs, NRIs 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.
7. The Members can join the AGM 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 AGM 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 AGM without restriction on account of first come first served basis.
8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
9. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
10. The SEBI has decided that securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. In view of the above and to avail various benefits of dematerialization, members are advised to dematerialize shares that are held by them in physical form. Members can contact the Company or Company’s Registrar and Transfer Agents, Link Intime India Private Limited (LINK INTIME) at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai- 400083 or rnt.helpdesk@linkintime.co.in for assistance in this regard.

11. Book Closure

The Register of Members and the Share Transfer Books of the Company will be closed from Sunday, September 15, 2024, to Saturday, September 21, 2024 (both days inclusive) for the purpose of this AGM for the financial year ended March 31, 2024.

Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank mandate details, etc. to their Depository Participant (“DP”).

12. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, will be available for inspection in the electronic form (scanned copy) by the Members during the AGM. All documents referred to in the Notice will also be available for inspection in the electronic form (scanned copy) without any fee by the Members from the date of circulation of this Notice up to the date of AGM i.e., Saturday, September 21, 2024. Members seeking to inspect such documents can send an email to anshunicommercials@gmail.com
13. **The Members are requested to:**
 - a) Intimate change in their registered address, if any, to LINK INTIME at C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai- 400083 or rnt.helpdesk@linkintime.co.in in respect of their holdings in physical form.
 - b) Notify immediately any change in their registered address to their Depository Participants in respect of their holdings in electronic form.
 - c) Non-Resident Indian Members are requested to inform LINK INTIME immediately of the change in residential status on return to India for permanent settlement.
14. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company’s website at anshunicommercials@gmail.com and on the website of the Company’s RTA, Link Intime at <https://linkintime.co.in/> It may be noted that any service request can be processed only after the folio is KYC Compliant.
15. In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or Link Intime, for assistance in this regard.
16. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Link Intime, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
17. As per provisions of Section 72 of the Act, Members are entitled to make nominations in respect of the Equity Shares held by them. Members desirous of making nominations may procure the prescribed form SH-13 from LINK INTIME and have it duly filled, signed and sent back to them, in respect of shares held in physical form. Members holding shares in dematerialized mode should file their nomination with their Depository Participant (DP).
18. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.
19. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal (“ODR Portal”) for resolution of disputes arising in the Indian Securities Market.
20. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company’s website www.anshuni.com
21. **Green Initiative**

The MCA and the SEBI have encouraged paperless communication as a contribution to greener environment.

In compliance with the aforesaid MCA Circulars and the SEBI Circular dated January 05, 2023, the copy of the Annual Report for the financial year 2023-24 including Audited Financial Statements, Board’s Report etc., and Notice of the 39th Annual General Meeting of the Company, inter-alia, indicating the process and manner of remote e-Voting is being sent by electronic mode, to all those Members whose e-mail IDs are registered with their respective Depository Participants (DPs).

Members who have not registered their email address and holding shares in physical mode are requested to register their e-mail IDs with LINK INTIME and Members holding shares in Demat mode are requested to register their e-mail IDs with the respective Depository Participants (DPs) in case the same is still not registered.

If there is any change in the e-mail ID already registered with the Company, Members are requested to immediately notify such change to LINK INTIME in respect of shares held in physical form and to their respective DPs in respect of shares held in electronic form.

Members may also note that the Notice of the 39th AGM and the Annual Report for the financial year 2023- 24 of the Company are also available on the Company's website www.anshuni.com.

22. IEPF Disclosures

Pursuant to Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund Rules), 2016 ('the IEPF Rules'), during the year under review, no amount of Unclaimed dividend and corresponding equity shares were due to be transferred to IEPF account.

23. Voting

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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and the MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CSDL) 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 venue voting on the date of the AGM will be provided by CSDL.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.anshuni.com.

The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CSDL (agency for providing the Remote e-Voting facility) i.e., www.evotingindia.com.

24. The Instructions for shareholders voting electronically are as under:

- i. The remote e-Voting period begins on Wednesday, September 18, 2024 (9.00 a.m.) and ends on Friday, September 20, 2024 (5.00 p.m.). The remote e-Voting module shall be disabled by CSDL 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., Saturday, September 14, 2024 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 Saturday, September 14, 2024.

If a person was a Member as on the date of dispatch of the notice but has ceased to be a member as on the cut-off date i.e. Saturday, September 14, 2024, he/she shall not be entitled to vote. Such person should treat this Notice for information purpose.

- 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 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.

- 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 aforementioned SEBI Circular, login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ul 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 URL for users to login to Easi/ Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. • After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the company. On clicking the e-Voting 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. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e., CDSL / NSDL / KARVY (KFIN), 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration • Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from an e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered mobile number and email ID as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting 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	<ul style="list-style-type: none"> • 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.nsd.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 or joining virtual meeting & voting during the Meeting. • If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select Register Online for IDeAS Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp • Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 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 prior joining virtual Meeting & voting during the Meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<ul style="list-style-type: none"> • 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's website for casting your vote during the remote e-Voting period or joining virtual Meeting & voting during the Meeting.

Important note: Shareholders 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	Shareholders 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 18002109911
Individual Shareholders holding securities in Demat mode with NSDL	Shareholders facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free No.: 022-48867000 and 022-24997000

Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form:

- i. The shareholders should log on to the e-Voting website www.evotingindia.com.
- ii. Click on “Shareholders” module.
- iii. Enter your User ID (a) For CDSL: 16 digits beneficiary ID, (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
- iv. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and click on Login.
- vi. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
- vii. If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
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 which is printed on Postal Ballot / Attendance Slip indicated in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field.

- viii. After entering these details appropriately, click on “SUBMIT” tab
- ix. 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.
- x. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- xii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- xv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xix. **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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required 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; anshunicommercialsLtd@gmail.com(designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

25. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-Voting. Shareholders who have voted through Remote e-Voting will be eligible to attend the Meeting. However, they will not be eligible to vote at the AGM.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience. Further shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
- 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.
- Shareholders who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company’s email id. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company’s email id. These queries will be replied to by the Company suitably by email.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.
- Only those shareholders, who are present in the AGM 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 available during the AGM.
- If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the Meeting.

PROCESSES FOR THOSE SHAREHOLDERS WHO'S EMAIL ADDRESSES/MOBILE NUMBERS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- i. 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 the Company/RTA email id.
 - ii. For Demat shareholders – please provide Demat account details (CDSL-16-digit beneficiary ID or NSDL-16-digit DPID + CLID), 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) +Update Email ID/Mobile Number to the Company/RTA email id.
 - iii. 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.
 - iv. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-Voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022- 23058542/43.
 - v. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.
- 26.** CS Yogesh Choudhary, Practicing Company Secretary (Membership No. FCS 8644 and Certificate of Practice No. 14719) has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and voting at AGM, in a fair and transparent manner and he has communicated willingness to be appointed and shall be available for the same purpose.
- 27.** The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter, unblock the votes cast through remote e-Voting and make 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. The voting results along with the consolidated Scrutinizer's Report shall be submitted to the Stock Exchange i.e., BSE Limited within two working days of conclusion of the AGM by the Company.
- 28.** The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of CDSL immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be uploaded on the BSE Listing Portal.
- 29.** Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the 39th Annual General Meeting i.e. Saturday, September 21, 2024.

By Order of the Board of Directors of
Nibe Ordnance and Maritime Limited
(Formerly known as Anshuni Commercials Limited)

Sd/-
Mahesh Panwar
Whole-time Director
DIN: 06702073

Email id.: anshunicommercialsLtd@gmail.com

Registered Office:

202, C-Wing, Windfall, Sahar Plaza Complex,
J B Nagar Marol, M. V. Road, Andheri (East),
Mumbai – 400059

Place: Mumbai

Dated: August 12, 2024

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF COMPANIES ACT, 2013

Item No. 3

Pursuant to Section 185 of the Companies Act, 2013, a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies) covered under the category of ‘a person in whom any of the Director of the Company is interested’ as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a special resolution in the General Meeting.

It is proposed to grant loan or give guarantee or provide security in respect of any loan granted to following existing subsidiaries entities in which Director is interested, in one or more tranches from time to time up to Rs. 50 crores to each subsidiary, and the proposed loan shall be at the interest rate of prevailing market rate and shall be used by the borrowing Company for its principal business activities only.

The details of the existing fellow Subsidiaries/Holding /other Companies are as follows :-

Sr. No.	Name of the Company	Nature of Relationship	Purpose
1	Nibe Munition Limited	Subsidiary	Loan and/or Guarantee for the purpose of business activities
2	Nibe Ordnance Global Limited	Subsidiary	Loan and/or Guarantee for the purpose of business activities

Except Mr. Ganesh Nibe and his relatives, none of the Directors and/or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 in the notice.

Your directors recommend the special resolution as at item No. 3 for your approval.

Item No. 4

As per Section 188 of the Companies Act, 2013, all Related Party Transaction(s) (‘RPT’) exceeding the limit specified under the Act, shall require prior approval of Shareholders by means of an ordinary resolution.

Details of the proposed transactions are as follows:

(a) **With Nibe Munition Limited**

Description	Details			
Details of Summary of information provided by the management to the Audit Committee				
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s Nibe Munition Limited – Subsidiary Company			
Name of the Director or key managerial personnel who is related, if any and nature of relationship	Mr. Ganesh Nibe and Mrs. Dnyaneshwar Karbhari Nibe are either promoter Shareholders and/or Director in Subsidiary Company.			
Nature, material terms, monetary value and particulars of contracts or arrangement	Purchase/ Sale of Goods/ Services	Loan/ Corporate Guarantee	Interest Expenses	Reimbursement of Expense
Value of Transaction (Rs. In crores)	100 crores	50 crores	9 crores	5 crores

(b) **With Nibe Ordnance Global Limited**

Description	Details			
Details of Summary of information provided by the management to the Audit Committee				
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s Nibe Ordnance Global Limited – Subsidiary Company			
Name of the Director or key managerial personnel who is related, if any and nature of relationship	Mr. Mahesh Panwar, Mr. Ganesh Nibe and Mr. Dnyaneshwar Karbhari Nibe are either promoter Shareholders and/or Director in subsidiary Company.			
Nature, material terms, monetary value and particulars of contracts or arrangement	Purchase/ Sale of Goods/ Services	Loan/ Corporate Guarantee	Interest Expenses	Reimbursement of Expense
Value of Transaction (Rs. In crores)	100 crores	50 crores	9 crores	5 crores

(b) **With Nibe Limited**

Description	Details
Details of Summary of information provided by the management to the Audit Committee	
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	M/s Nibe Limited
Name of the Director or key managerial personnel who is related, if any and nature of relationship	Mr. Ganesh Nibe, and Mr. Venkateswara Gowtama Mannava are either promoter Shareholders and/or Director in group Company.
Nature, material terms, monetary value and particulars of contracts or arrangement	Purchase/Sale of Goods/ Services
Value of Transaction (Rs. In crores)	100 crores

The related party transaction(s)/contract(s)/arrangement(s) as mentioned above, have been evaluated and it is hereby confirmed that the proposed terms of the contract/agreement meet the arm's length basis criteria. The related party transaction(s)/contract(s)/ arrangement(s) also qualifies as contract under ordinary course of business.

Except Mr. Ganesh Nibe, and Mr. Venkateswara Gowtama Mannava and their relatives, none of the Directors and/or Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 in the notice.

Your directors recommend the ordinary resolution as at item No. 4 for your approval.

Item No. 5

Members of the Company vide its resolution dated May 30, 2024 approved the change of name of the Company from Anshuni Commercials Limited to Nibe Ordnance & Maritime Limited. Notice of Extra-ordinary General Meeting (EGM) dated May 06, 2024 seeking the approval of the members not stated the reference of the certificate obtained from the Practicing Chartered Accountants, as required in terms of the provisions of regulation 45(3) of the SEBI (LODR), 2015, and the same was made available on the website of the Company and for inspection at the registered office of the Company, as a part of the documents referred in the said notice of EGM.

To comply with the requirements of directives of the approvals received from BSE Limited, the certificate dated May 02, 2024 obtain from DAPNS & Co., Practicing Chartered Accountants confirming the compliance of Regulation 45 of the SEBI (LODR), 2015 is annexed here-in below and forming the part of the notice.



To,
The Chief General Manager
Listing Operation,
BSE Limited, 20th Floor, P.J. Towers,
Dalal Street, Mumbai - 400 001.

Scrip Code: 512091

Dear Sir/Madam,

Sub: Application for "In-principle approval" for change of name of the Company from Anshuni Commercials Limited to Nibe Ordnance and Maritime Limited under Regulation 45 of the SEBI (LODR)

We, DAPNS & Co. verified the relevant records and declare that Anshuni Commercials Limited with respect to the above mentioned captioned:

- a. The Company has not changed its name since last one year
- b. at least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name - Not Applicable, since there is no change in the activity of the Company in the preceding one year.
- c. the amount invested in the new activity/project as on date is more than fifty percent of the assets of the listed entity.

You are requested to take the same on your record.

M/s D A P N S & Co,
Chartered Accountants,
FRN: 0101412W


CA Ganesh Shinde
Partner
Membership No: 174274
Date: 02/05/2024
Place: Pune.

430, Level 3, Narpatgiri Corner, Above Lokseva Bank, Mangalwarpeth, Pune-411011.
Ph No.: 9970984349. Mail id: ganesh@dapns.com/wekganesh11@gmail.com

Item No. 6

The Members of the Company at their 37th AGM held on September 23, 2022 had appointed M/s Jay Gupta & Associates (Formerly known as M/s. Gupta Agarwal & Associates), Chartered Accountants as the Statutory Auditors of the Company to hold office from the conclusion of 37th AGM till the conclusion of 42nd AGM of the Company.

M/s Jay Gupta & Associates (Formerly known as M/s. Gupta Agarwal & Associates), Chartered Accountants vide their letter dated August 12, 2024 have resigned from the position of Statutory Auditors of the Company, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013.

Pursuant to the recommendation of the Audit Committee and of the provisions of Section 139(8) of the Companies Act, 2013, the Board of Directors of the Company, at its Meeting held on August 12, 2024 have approved the appointment of M/s. Kailash Chand Jain & Co., Chartered Accountants (FRN: 112318W), as Statutory Auditors of the Company, to fill the casual vacancy caused due to resignation of M/s Jay Gupta & Associates, Chartered Accountants, subject to the approval by the Members at the 39th Annual General Meeting of the Company.

The Company has received the consent letter and eligibility certificate from M/s. Kailash Chand Jain & Co., Chartered Accountants (FRN: 112318W), to act as Statutory Auditors of the Company along with a confirmation that, their appointment, if made, shall be within the limits prescribed under the provisions of the Companies Act, 2013.

Accordingly, consent of the Members is being sought by way of an ordinary resolution as set out at item No. 6 of the Notice to approve the appointment of M/s. Kailash Chand Jain & Co., Chartered Accountants as Statutory Auditors of the Company for the term mentioned therein.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company.

Item No. 7

Pursuant to the recommendation of the Audit Committee, and the provisions of Section 139 of the Companies Act, 2013, the Board of Directors of the Company, at its Meeting held on August 12, 2024 has recommended the appointment of M/s. Kailash Chand Jain & Co., Chartered Accountants (FRN: 112318W) as Statutory Auditors of the Company to hold office for a period of five years, i.e., from the conclusion of the 39th AGM, till the conclusion of the 44th AGM of the Company.

The Company has received the consent letter and eligibility certificate from M/s. Kailash Chand Jain & Co., Chartered Accountants, to act as Statutory Auditors of the Company along with a confirmation that, their appointment, if made, shall be within the limits prescribed under the provisions of the Companies Act, 2013.

Accordingly, consent of the Members is being sought by way of an ordinary resolution as set out at item No. 7 of the Notice to approve the appointment of M/s. Kailash Chand Jain & Co., Chartered Accountants as Statutory Auditors of the Company for a period of five years, i.e., from the conclusion of the 39th AGM, till the conclusion of the 44th AGM of the Company.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company.

By Order of the Board of Directors of
Nibe Ordance and Maritime Limited
(Formerly known as Anshuni Commercial Limited)

Sd/-
Mahesh Panwar
Whole-time Director
DIN: 06702073

Email id.: anshunicommercialsLtd@gmail.com

Registered Office:

202, C-Wing, Windfall, Sahar Plaza Complex,
J B Nagar Marol, M. V. Road, Andheri (East),
Mumbai – 400059

Place: Mumbai

Dated: August 12, 2024

Annexure to Notice

Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting as required under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2:

Name of the Director	Ganesh Ramesh Nibe
DIN	02932622
Date of Birth	07-02-1981
Nationality	Indian
Age	43
Designation/Category of Director	Non-Executive, Non-Independent Director
Date of the first appointment on the Board	12.01.2024
Qualification	Bachelor of Engineering in Electrical Engineering
Brief Profile, Experience, and Expertise in specific functional areas / Brief Resume	Mr. Ganesh Ramesh Nibe has adequate experience of working on Board of Directors of various Companies and he possess experience in the fields of production, marketing and administration
Directorships held in other companies including listed companies and excluding foreign companies as of the date of this Notice	<ul style="list-style-type: none"> • Nibe Ordnance Global Limited • Nibe Munition Limited • Nibe Aeronautics Limited • Nibe-Star Technology Private Limited • Nibe Limited • Nibe Automobile Limited • Nibe Defence and Aerospace Limited • Nibe Space Private Limited
Name of listed entities from which the person has resigned in the past three years	Nil
Memberships / Chairmanships of committees of other companies including listed companies and excluding foreign companies as of the date of this Notice	Nil
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company	Nil
Shareholding in the Company including shareholding as a beneficial owner	8,39,750 (69.98%)
Terms and Conditions of appointment / re-appointment	As stated in the resolution
Details of Remuneration sought to be paid	He shall be paid remuneration in the capacity of Non-Executive Director, by way of fee for attending Meetings of the Board or Committees thereof, reimbursement of expenses for participating in the Board and other Meetings
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Nil

Registered Office:

202, C-Wing, Windfall, Sahar Plaza Complex,
J B Nagar Marol, M. V. Road, Andheri (East),
Mumbai – 400059

By Order of the Board of Directors of
Nibe Ordnance and Maritime Limited
(Formerly known as Anshuni Commercials Limited)

Sd/-
Mahesh Panwar
Whole-time Director
DIN: 06702073

Email id.: anshunicommercialsLtd@gmail.com

Place: Mumbai
Dated: August 12, 2024