



NMIMS BUSINESS SCHOOL ALUMNI ASSOCIATION

Notice is hereby given that the 15th Annual General Meeting of the members of NMIMS Business School Alumni Association will be held at the registered office of the Company at SVKM's NarseeMonjee Institute of Management Studies, 7th Floor, V.L. Mehta Road, Vile Parle (West), Mumbai, Maharashtra, India, 400056 on Wednesday, 30th September, 2026 at 4 P.M. to transact the following business:-

ORDINARY BUSINESS:

ITEM NO. 1: ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Balance sheet, Income & Expenditure Statement and Cash Flow Statement for the year ended 31st March, 2026 as on that date together with the report of Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

ITEM NO. 2: APPROVAL FOR ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY

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

“**RESOLVED THAT**, pursuant to provisions of Section 14 and any other applicable provisions of Companies Act, 2013 read with Rules thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), the consent of the members of the Company, be and is hereby accorded for alteration of Articles of Association of the Company.

RESOLVED FURTHER THAT, the existing article 11, article 13 and article 14 of the Articles of Association of the Company be substituted with the following

11. BOARD OF DIRECTORS:

The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them.

(i) The Board of the company shall comprise of the following

- Chairman
- A Treasurer
- Other members as determined by Board of Directors.

(ii) Nominee Director: Not more than 2 Authorized Representative of the Institute to be appointed as Nominee Director.

13. TENURE:

(i) Every Director shall be appointed for a term of three (3) years.



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- (ii) A Director shall be eligible for reappointment upon the expiry of each term for a further term of three (3) years, provided that no Director shall hold office for more than three (3) consecutive terms, each of the three (3) years, amounting to a maximum continuous tenure of nine (9) years.
- (iii) Upon completion of the third consecutive term, the Director shall cease to hold office and shall not be eligible for appointment or reappointment as a Director of the Company until the expiry of a cooling-off period of three (3) years from the date of completion of such third consecutive term.
- (iv) Upon expiry of the cooling-off period, such person shall again be eligible for appointment as a Director and, if so appointed, shall be entitled to serve a fresh cycle of up to three (3) consecutive terms of three (3) years each, subject to the provisions of the Companies Act, 2013, these Articles and applicable law.
- (v) Every appointment and reappointment of a Director shall be subject to the approval of the Members of the company and the provisions of the Companies Act, 2013 and any statutory modification or re-enactment thereof.

14. PROCEEDING OF MEETING OF BOARD:

(A) The Board of directors shall meet to transact the business relating to all the operations and financial matters of the Association. It shall also frame rules and regulations, bye laws for the activities of the association including the conduct and administration of its business. The Board Shall meet at least once in every three months.

- A director may, and the manager or secretary on the requisition of a director shall, at any time, within 4 weeks from the receipt of the request summon a meeting of the Board.
- The Board of Directors may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it think fit.
- The quorum for the Board meeting shall be either Eight Members or 25% of its total strength whichever is less.
- The Decisions of the Board shall be taken by a simple majority of Votes of the Directors present on a show of hands, unless a poll by ballot is requisitioned by any Director. Both on show of hands and on poll, every Director shall be entitled to one vote. The result of the poll shall supersede the result of the vote taken by a show of hands.
- Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes.
- In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.
- The continuing directors may act notwithstanding any vacancy in the Board but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.

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(B) The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office.

- If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their members to be Chairperson of the meeting.

(C) The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit.

- Any committee that may be formed for the effective functioning of the Association or carrying out of any specific activities shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
- A committee may elect a Chairperson of its meetings.
- If no such Chairperson is elected, or if at any meeting the Chairperson is not present within fifteen minutes after the time appointed for holding the meeting, the members present may choose one of their members to be Chairperson of the meeting.
- A committee may meet and adjourn as it thinks proper.
- Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the chairman shall have a second or casting vote.
- All acts done by any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.
- Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be as valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held. "

RESOLVED FURTHER THAT, any one Director of the Company be and is hereby individually authorized to sign and file all requisite e-forms including e-form GNL-1 & MGT-14 along with such other documents as may be required with Registrar of Companies, Mumbai and to do all such acts, deeds and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT, any Director of the Company be and is hereby authorized to sign and issue a certified true copy of resolution."

ITEM NO. 3: APPOINTMENT OF MR. UTPAL ACHARYA (DIN: 02578437) AS A DIRECTOR:

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

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and

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Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and with the consent of the members, Mr. Utpal Acharya (DIN: 02578437), be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT, any director of the Company, be and is hereby authorized to sign and file the necessary e-forms (including Form DIR-12) with the Registrar of Companies, and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

ITEM NO. 4: APPOINTMENT OF MR. SACHIN DESHPANDE (DIN: 05255181) AS A DIRECTOR:

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

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and with the consent of the members, Mr. Sachin Deshpande (DIN: 05255181), be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT, any director of the Company, be and is hereby authorized to sign and file the necessary e-forms (including Form DIR-12) with the Registrar of Companies, and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

ITEM NO. 5: APPOINTMENT OF MR. RITESH GAUBA (DIN: 09578914) AS A DIRECTOR:

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

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and with the consent of the members, Mr. Ritesh Gauba (DIN: 09578914), be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT, any director of the Company, be and is hereby authorized to sign and file the necessary e-forms (including Form DIR-12) with the Registrar of Companies, and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

ITEM NO. 6: APPOINTMENT OF MS. ANOoba KINI (DIN: 06884423) AS A DIRECTOR:

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

"RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment



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thereof for the time being in force) and with the consent of the members, Ms. Anooba Kini (DIN: 06884423), be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT,any director of the Company, be and is hereby authorized to sign and file the necessary e-forms (including Form DIR-12) with the Registrar of Companies, and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

ITEM NO. 7: APPOINTMENT OF MR. HARSH SHETHIA (DIN: 08134884) AS A DIRECTOR:

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

"**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and with the consent of the members, Mr.Harsh Shethia (DIN: 08134884), be and is hereby appointed as a Director of the Company;

RESOLVED FURTHER THAT,any director of the Company, be and is hereby authorized to sign and file the necessary e-forms (including Form DIR-12) with the Registrar of Companies, and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

ITEM NO. 8: APPOINTMENT OF MR. ZIAN LAKDAWALLA AS A DIRECTOR:

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

"**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the allotment of a Director Identification Number (DIN) by the Registrar of Companies (ROC) / Ministry of Corporate Affairs (MCA), Mr. Zian Lakdawalla, be and is hereby appointed as a Director of the Company, effective upon such allotment;

RESOLVED FURTHER THAT,any director of the Company, be and is hereby authorized to sign and file the necessary e-forms (including Form DIR-3 & Form DIR-12) with the Registrar of Companies, and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

ITEM NO. 9: APPOINTMENT OF MR. PREM GADIYA AS A DIRECTOR:

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

"**RESOLVED THAT**, pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and

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Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the allotment of a Director Identification Number (DIN) by the Registrar of Companies (ROC) / Ministry of Corporate Affairs (MCA), Mr. Prem Gadiya, who does not hold a DIN as on date, be and is hereby appointed as a Director of the Company, effective upon such allotment;

RESOLVED FURTHER THAT,any director of the Company, be and is hereby authorized to sign and file the necessary e-forms (including Form DIR-3 & Form DIR-12) with the Registrar of Companies, and to do all such acts, deeds, and things as may be necessary to give effect to this resolution."

ITEM NO. 10: TO TAKE NOTE OF THE RESIGNATION OF MR. RAJESH CHUNILAL BHOJANI (DIN: 01804482) AS A DIRECTOR.

ITEM NO. 11: TO TAKE NOTE OF RESIGNATION OF MRS. DEENA ASIT MEHTA (DIN: 00168992) AS A DIRECTOR.

ITEM NO. 12: TO TAKE NOTE OF RESIGNATION OF MRS. PARINDA VIJAY SINGH (DIN: 10798362) AS A DIRECTOR.

ITEM NO. 13: TO TAKE NOTE OF RESIGNATION OF MR. SHAILESH CHATURVEDI (DIN: 03023079) AS A DIRECTOR.

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY/ PROXIES SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies,in order to be effective, should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

3. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID/Folio No.

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4. A member intending to inspect the proxies lodged, should give not less than three days' notice in writing to the company which will make the same available beginning twenty-four hours before the meeting and ending with the conclusion of the meeting.
5. A Body Corporate/ Corporation being a member shall be deemed to be personally present at the meeting if represented in accordance with the provisions of Section 113 of the Companies Act, 2013.
6. Members are requested to notify immediately any changes in their address.

**BY ORDER OF THE BOARD OF DIRECTORS OF
NMIMS BUSINESS SCHOOL ALUMNI ASSOCIATION**

**DEENA ASIT MEHTA
DIRECTOR
DIN: 00168992**

Date: 11.09.2026

Place: Mumbai

Registered Office Address:

SVKM's, Narsee Monjee Institute of Management Studies,
7th Floor, V.L. Mehta Road, Vile Parle (West),
Mumbai, Maharashtra, India, 400056.



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ANNEXURE TO NOTICE

**EXPLANATORY STATEMENT
[PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013]**

SPECIAL BUSINESS:

ITEM NO. 2 APPROVAL FOR ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY

The members are informed that the Board of Directors at their meeting held on 26th June 2026, have approved Alteration of Existing Articles of Association of the Company along with the approval from ROC, MCA, subject to approval of the members at the Annual General Meeting of the Company.

The proposed alteration relates to provisions concerning the Board of Directors, tenure of Directors, and proceedings of Board Meetings, with a view to aligning the governance framework of the Company with its current requirements.

A copy of the draft amended Articles of Association of the Company is annexed herewith.

Copy of the draft amended Articles of Association of the Company would be available for inspection by the members at the Registered Office of the Company during business hours on all working days except Sundays and Public Holidays.

Further, the Board recommends the resolution at Item No.: 02 of this Notice for the approval of the Members as Special Resolution.

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

ITEM NO. 3 TO ITEM NO. 9

The members are informed that, in order to ensure that different classes of alumni are adequately represented on the Board and within the management of the Company, the proposal for the appointment of Directors is placed directly before the members for their approval at the Annual General Meeting (AGM) of the Company.

Such appointments and the active representation of diverse alumni groups will be highly beneficial to the strategic growth, leadership, and overall governance of the Company.

Accordingly, the Board recommends the resolutions set out under Item Nos. 03 to 09 of this Notice for the approval of the Members as Ordinary Resolutions.

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

ITEM NO. 10 TO ITEM NO. 13

The members are informed that the directors mentioned in the respective agenda items have tendered their resignation from the Board, and the same has been duly noted and taken on record by the Board of Directors. This matter is placed before the members for their information and noting.

None of the Directors, Key Managerial Personnel (KMP) of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

**BY ORDER OF THE BOARD OF DIRECTORS OF
NMIMS BUSINESS SCHOOL ALUMNI ASSOCIATION**

**DEENA ASIT MEHTA
DIRECTOR
DIN: 00168992**

Date: 11.09.2026

Place: Mumbai

Registered Office Address:

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7th Floor, V.L. Mehta Road, Vile Parle (West),
Mumbai, Maharashtra, India, 400056.