



Date: 20/08/2025

To,
Corporate Service Departments,
Bombay Stock Exchange Ltd.,
P. J. Tower, Dalal Street, Fort
Mumbai - 400001.

Sub: - 40th Annual general Meeting, E-Voting, Book Closure.

Script Code: 509026

Dear Sir / Madam,

We would to inform you about the subject matter, and draw your kind attention to the following:

40th ANNUAL GENERAL MEETING (F.Y. 2024-25):

NOTICE is hereby given that the 40th Annual General meeting of the members of the company will be held on Friday, 12th September, 2025 at 02:30 P.M. at Ground Floor, Witty International School, Chikoowadi, Borivali West, Mumbai - 400092, to transact the business set out in the notice for Annual General Meeting for FY 2024-2025. [Copy of Notice Attached]

E-VOTING:

Notice is further hereby given that in compliance to the provision of section 108 of the Companies Act, 2013 and the Rules framed there under, the members are provided with facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in the Notice of the AGM.

E-voting period will commence from Tuesday, 09th September, 2025 at 09:00 A.M. till Thursday, 11th September, 2025 at 05:00 P.M. as the voting portal would be blocked after the voting period is over. Once the vote on a resolution is cast by the member, he/she will not be allowed to change it subsequently.

VJTF EDUSERVICES LIMITED

CIN: - L80301MH1984PLC033922

Registered Office: - Witty Neelkanth Apartment, Opp Mumbai Bank, Ramchandra Road,
Malad West, Mumbai - 400064

Tel: 022-46160493

Email id: - vjtfho@vjtf.com Website: - www.vjtf.com





Members may contact CDSL by e-mailing their queries / grievances at helpdesk.evoting@cdslindia.com or Piyush Jain (E-voting Scrutinizer) pj993060@gmail.com

BOOK CLOSURE:

Pursuant to applicable provisions of the Companies Act, 2013 and according to SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 the Register of Member and Share Transfer Book of the Company shall remain closed from Saturday, 06th September, 2025 to Friday, 12th September, 2025 (Both days inclusive) for the purpose of AGM.

In connection with the subject matter, we are enclosing herewith copy of notice issued for 40th Annual General Meeting and Book closure along copies of Newspapers in which the relevant notice has been appeared.

Kindly take note of the above and acknowledge the receipt of the same.

Thanking you,

Yours Faithfully,

For VJTF Eduservices Limited


Dr. Vinay Jain
(Managing Director)
DIN: 00235276



VJTF EDUSERVICES LIMITED

CIN: - L80301MH1984PLC033922

Registered Office: - Witty Neelkanth Apartment, Opp Mumbai Bank, Ramchandra Lane,
Malad West, Mumbai - 400064

Tel: 022-46160493

Email id: - vjtfho@vjtf.com Website: - www.vjtf.com

VJTF EDUSERVICES LIMITED
(CIN: - L80301MH1984PLC033922)
Registered Office: - Witty Neelkanth Apartment, Opp Mumbai Bank,
Ramchandra Lane, Malad West, Mumbai - 400064
Tel: 022-46160493
Email id: - vjtfho@vjtf.com Website: - www.vjtf.com

NOTICE

Notice is hereby given that the 40th Annual General Meeting of **VJTF Eduservices Limited** will be held at Ground Floor, Witty International School, Chikoowadi, Borivali West, Mumbai - 400092 on Friday, 12th September, 2025 at 02:30 P.M., to transact the following businesses:

ORDINARY BUSINESS:

To receive, consider, and adopt:

1. Audited Financial Statement of the Company for the financial year ended 31st March, 2025, the Reports of the Board of Directors and the Auditors thereon; and
2. Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2025, the Reports of the Board of Directors and the Auditors thereon;

SPECIAL BUSINESS:

3. **TO APPOINT M/s. R A N K & ASSOCIATES, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 105589W), AS STATUTORY AUDITOR TO FILL CASUAL VACANCY:**

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 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. R A N K & Associates, Chartered Accountants (Firm Registration No. 105589W)**, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of **M/s. Chhajed & Doshi, Chartered Accountants (Firm Registration No. 101794W)**.

“RESOLVED FURTHER THAT **M/s. R A N K & Associates, Chartered Accountants (Firm Registration No. 105589W)**, be and are hereby appointed as Statutory Auditors of the Company to hold the office from 13th June, 2025, until the conclusion of 41st Annual General Meeting, held for the Financial Year 2025-26 of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Managing Director of the Company.”

4. TO APPOINT M/S. R. S. RAJPUROHIT & CO., PRACTICING COMPANY SECRETARIES AS SECRETARIAL AUDITORS OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution, with or without modifications as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) read with applicable provisions of the Companies Act, 2013, each as amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company (‘Board’), **M/s R S Rajpurohit & Co., Practicing Company Secretaries having Peer Review UIN S2016MH364200, Membership Number F11346 & COP Number 15891**, be and is hereby appointed as the Secretarial Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 45th Annual General Meeting of the Company to be held in the year 2029-2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company.

RESOLVED FURTHER THAT the Board and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/ or otherwise considered by them to be in the best interest of the Company.”

5. TO TAKE APPROVAL FOR RELATED PARTY TRANSACTION FOR THE FINANCIAL YEAR 2025 -26:

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

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder {including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any}, and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (‘Board’) for entering into a contract with the below-mentioned related parties at arm’s length basis and ordinary course of business upto an aggregate amount of Rs. 500 crores (Rs. Five Hundred Crore Only) with related party, the copy of terms and condition which is laid before the meeting be and is hereby approved. The brief detail of transaction is given below:-

Sr. No.	Name of the Related Party	Nature of Transaction	Approx. Amount	Name of the Interested Directors
			(Rs. In Crores)	
1	VJTF Infrschool Services (Mumbai) Private Limited	The Operational and Management Fees Income, Income collected on our behalf by, Lease rent expenses, Rent Paid, Director's remuneration, Security cum Guarantee Given, Security cum Guarantee taken, Payable to associates, Investment in Shares of an subsidiary and associate, Other Current Liability, Reimbursement of expenses given, Loan given, Loan given received back, Payment made on behalf of, Payment made on behalf of received back, Payment received on behalf of, Payments received on behalf of - repaid, Investment in shares, slump sale of business undertaking, Advance given against share purchase.	500	Dr. Raina Jain and Dr. Vinay Jain
2	VJTF Buildcon Private Limited			Dr. Raina Jain and Dr. Vinay Jain
3	Happymongo Learning Solutions Private Limited			Preksha Jain and Dr. Vinay Jain
4	VJTF Infrschool Services (Udaipur) Private Limited			Dr. Raina Jain and Dr. Vinay Jain
5	Witty Constructions Private Limited			Dr. Raina Jain and Dr. Vinay Jain
6	Witty Infratech Private Limited			Dr. Raina Jain and Dr. Vinay Jain
7	Witty Banquets & Hospitality Private Limited			Dr. Raina Jain and Dr. Vinay Jain
8	Witty Global Education Trust			Dr. Raina Jain and Dr. Vinay Jain
9	Pratiksha Foundation Charitable Trust			Dr. Raina Jain and Dr. Vinay Jain
10	Dr. Vinay Jain			Key Managerial personal
11	Dr. Raina Jain			Key Managerial personal
12	Dharamchand Shah			Key Managerial personal relatives
13	Bimladevi Shah			Key Managerial personal relatives
14	Preksha Jain			Key Managerial personal relatives
15	Rishi Jain			Key Managerial personal relatives

16	Witty Laxmi Leela Home Creators LLP			Dr. Vinay Jain
----	-------------------------------------------	--	--	-------------------

RESOLVED FURTHER THAT pursuant to the provisions of section 188 & 189 of the Companies Act, 2013 and Rules made thereunder as amended time to time, all the directors of the Company be and is hereby authorized to do the necessary entries in the Register of contracts in which directors are interested and authenticate them."

FURTHER RESOLVED THAT the Board of Directors and/or the Board of the respective material subsidiaries of the Company be and are hereby authorised to do all such acts, deeds, matters and things including but not limited to authorizing signatories, deciding on the timing, manner and extent of carrying out the aforesaid activities and to negotiate, finalize and execute agreement(s), such other document(s), by whatever name called and to do all acts, matters and things as may be necessary and to settle any questions or difficulties that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members and to delegate all or any of the powers or authorities herein conferred to any director(s) or other officer(s) of the Company or the concerned material subsidiary (as the board of such material subsidiary may determine), or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary."

**By Order of the Board
For VJTF Eduservices Limited**

Vinay Jain
Managing Director
(DIN: 00235276)
Dated: 14/08/2025
Place: Mumbai

Raina Jain
Whole Time Director
(DIN: 01142103)

NOTES:

1. The Register of Members will be closed from 06th September, 2025 to 12th September, 2025 (both days inclusive), for the purpose of the Annual General Meeting.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote on his behalf and such proxy / proxies need not be a member of the Company. Person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
3. Proxy forms in order to be effective must be received at Registered Office of the Company situated at Witty Neelkanth Apartment, Opp Mumbai Bank, Ramchandra Lane, Malad West, Mumbai - 400064 , 48 hours before the Annual General Meeting.

4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. Members are requested to bring their copies of the Report and Accounts to the Meeting.
6. Members who hold shares in the Dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the 40th Annual General Meeting. Also they are required to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the RTA.
7. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
8. The route map showing directions to reach the venue of the 40th AGM is annexed to the Annual Report.
9. A copy of all the documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except public holidays between 11.00 a.m. to 1.00 p.m. up to the date of AGM.
10. Members are requested to affix their signatures at the space provided on the Attendance Slip annexed to the Proxy Form and hand over the Slip at the entrance to the place of the Meeting.
11. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the AGM.
12. The Company has made necessary arrangements for the Members to hold their shares in dematerialized form. Those members who are holding shares in physical form are requested to dematerialize the same by approaching any of the Depository Participants (DPs). In case any member wishes to dematerialize his/her shares and needs any assistance, he/she may write to the Director at the registered office of the Company.
13. Copies of Annual Report 2025 are being sent to the members in the permitted mode.
14. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants(s). Members holding shares in physical form shall submit their PAN details to the Company / RTA.

15. Mr. Piyush Bharat Jain, (PAN: CFWPJ9183C) an Independent Professional has been appointed as the Scrutinizer to Scrutinize the E-voting process in a fair and transparent manner (including the Ballot Form received from the members who do not have access to the e-voting process) in a fair and transparent manner.
16. The Results of E-voting shall be declared at the AGM of the Company and the results along with Scrutinizer's report shall be placed on the website of the Company thereafter and shall also be communicated to the Stock Exchanges. The Resolutions shall be deemed to be passed, if approved, on or before the date of 12th September, 2025.

17. Important Communication to Members-Green Initiative in Corporate Governance:

The Ministry of Corporate Affairs (MCA) has taken a Green Initiative in Corporate Governance by allowing paperless compliances by the companies and has issued a Circular stating that service of all documents can be sent by e-mail to its Members. Our Company believes that this is a remarkable and environment friendly initiative by MCA and requests all members to support in this noble cause.

The Company has already embarked on this initiative and proposes to send documents in electronic form to the Members on the email address provided by them to the RTA/Depositories.

The Members who hold shares in physical form are requested to intimate/update their email address to the Company / RTA while Members holding shares in demat form can intimate / update their email address to their respective Depository Participants.

Members are requested to further note that they will be entitled to be furnished, free of cost, the physical copy of the documents sent by e-mail, upon receipt of a requisition from them, any time, as a Member of the Company.

18. PROCEDURE FOR E-VOTING:

CDSL e-Voting System – For Remote e-voting

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- a. The voting period begins on Tuesday, 09th September, 2025 at 09:00 AM and ends on Thursday, 11th September, 2025 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 05th September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- b. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- c. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e- voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

- d. 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 above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders Holding securities in Demat mode with CDSL	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The 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.</p> <p>2) 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 company. On clicking the e-</p>

	<p>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/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p>

	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-

	23058738 and 22-23058542-43
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

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

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

f. After entering these details appropriately, click on "SUBMIT" tab.

- g.** 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.
- h.** For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- i.** Click on the EVSN for the relevant on which you choose to vote.
- j.** 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.
- k.** Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- l.** 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.
- m.** Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- n.** You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- o.** 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.
- p.** 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; nandu@wittygroup.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

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 Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

**By Order of the Board
For VJTF Eduservices Limited**

Vinay Jain
Managing Director
DIN: 00235276

Raina Jain
Whole Time Director
DIN: 01142103

Dated: 14/08/2025
Place: Mumbai

EXPLANATORY STATEMENT

(PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013)

ITEM 3: APPOINTMENT OF STATUTORY AUDITOR M/S. R A N K & ASSOCIATES, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 105589W), TO FILL CASUAL VACANCY:

The Members of the Company at its 39th AGM held on Monday, 30th September, 2024 had appointed M/s. Chhajed & Doshi, Chartered Accountants, (FRN: 101794W), as the Statutory Auditors of the Company to hold office from the conclusion of 39th AGM till the conclusion of 44th Annual General Meeting of the Company respectively subject to ratification of the appointment by the Members at every AGM held after the 39th AGM of the Company.

M/s. Chhajed & Doshi, Chartered Accountants, (FRN: 101794W) vide their letter dated 13th June, 2025 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.

The Board of Directors at its meeting, as per the recommendation of the Audit Committee, and pursuant to the provisions of Section 139(8) of the Companies Act, 2013, have appointed M/s. R A N K & Associates, Chartered Accountants (Firm Registration No. 105589W), to hold office as the Statutory Auditors of the Company till the conclusion of 41st AGM held for the financial year 2025-26 of the company and to fill the casual vacancy caused by the resignation of M/s. Chhajed & Doshi, Chartered Accountants, (FRN: 101794W) subject to the approval by the members at the 40th Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Managing Director of the Company.

The Company has received consent letter and eligibility certificate from M/s. R A N K & Associates, Chartered Accountants (Firm Registration No. 105589W), to act as Statutory Auditors of the Company in place of M/s. Chhajed & Doshi, Chartered Accountants, (FRN: 101794W) along with a confirmation that, their appointment, if made, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out in Item No. 3 of the Notice for appointment and payment of remuneration to the Statutory Auditors.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

ITEM NO 4: TO APPOINT M/S. R. S. RAJPUROHIT & CO., PRACTICING COMPANY SECRETARIES AS SECRETARIAL AUDITORS OF THE COMPANY:

Pursuant to Section 204 of the Companies Act, 2013 read with Rules made thereunder and Regulation 24A of the Listing Regulations, a listed entity shall appoint or re appoint an individual as Secretarial Auditor, on the basis of the recommendation of the Board of Directors, for not more than one term of five consecutive years or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in the Annual General Meeting.

M/s. R. S. Rajpurohit & Co., are currently the Secretarial Auditors of the Company and as per Regulation 24A (1C) of the Listing Regulations, any association of the individual or the firm as the Secretarial Auditor of the listed entity before March 31, 2025 shall not be considered for the purpose of calculating the tenure.

Accordingly, pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company at its meeting held on August 02, 2025 approved the appointment of **M/s. R. S. Rajpurohit & Co.,** Practicing Company Secretaries (COP No: 15891), as the Secretarial Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this AGM till the conclusion of the 45th AGM to be held in the year 2030.

M/s. R. S. Rajpurohit & Co., are a reputed firm of Company Secretaries in Practice, specialized in Secretarial Audit and other corporate law matters. The firm is registered with the Institute of Company Secretaries of India and has an experience of more than 9 years in providing various corporate law services such as incorporation of companies and Limited Liability Partnerships, secretarial audit for various listed companies, voluntary winding up of companies, acting as scrutinizer and appearances before the National Company Law Tribunal on various matters on behalf of clients, etc. The firm also holds a valid Peer Review Certificate.

M/s. R. S. Rajpurohit & Co., has given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the limits specified by the Institute of Company Secretaries of India. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors and are in compliance with independence requirements as prescribed under the Auditing Standards issued by the Institute of Company Secretaries of India, and other applicable rules and regulations.

The proposed remuneration payable to **M/s. R. S. Rajpurohit & Co.,** for secretarial audit services will be decided by the board with per financial year out of pocket expenses. Revision, if any, to the fees for subsequent year(s) of their term, shall be approved by the Board of Directors of the Company (including its Committee(s) thereof), as may be required from time to time.

Further, the Company may obtain certifications and avail other permissible services under statutory regulations from M/s R. S. Rajpurohit & Co., as may be required from time to time. The remuneration for certifications and other permissible services will be paid on mutually agreed terms.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. [4].

The Board of Directors recommends the resolution as set out in Item No. [4], for approval of the Members of the Company by way of an Ordinary Resolution.

ITEM NO 5: TO TAKE APPROVAL FOR RELATED PARTY TRANSACTION FOR THE FINANCIAL YEAR 2025 -26:

The Company in its ordinary course of business and/or on arm's length basis sources in different location in India. Given that VJTF Buildcon Pvt. Ltd, VJTF Infrschool Services (Mumbai) Pvt. Ltd, HappyMongo Learning Solutions Private Limited ,VJTF Infrschool Services (Udaipur) Private Limited ,Witty Constructions Pvt. Ltd, Witty Infratech Private Limited, Witty Banquets & Hospitality Private Limited, Witty Global Education Trust, Pratiksha Foundation Charitable Trust ,Dr. Raina Jain, Dr. Vinay Jain, Dharamchand Shah Bimaladevi Shah, Preksha Jain, Rishi Jain, of Witty Laxmi Leela Home Creators LLP, all companies and either subsidiary company or associates company with same management. The Operational and Management Fees Income, Income collected on our behalf by, Lease rent expenses, Director's remuneration, Security cum Guarantee Given, Security cum Guarantee taken, Payable to associates, Investment in Shares of an subsidiary and associate, Other Current Liability, Reimbursement of expenses given, Loan given, Loan given received back, Payment made on behalf of, Payment made on behalf of received back, Payment received on behalf of, Payments received on behalf of - repaid from these companies is dependent on the requirement of the Company for its requirement from time to time. During the course of its business the Company also sells its products to these companies / trust. The brief detail of transaction is given below:-

Name of the Related Party	Name of the Director / KMP who is related and nature of their relationship
VJTF Infrschool Services (Mumbai) Private Limited	Dr. Vinay Jain and Dr. Raina Jain, both are the director in the company so directors are Interested
VJTF Buildcon Private Limited	Company is the subsidiary company and Dr. Vinay Jain and Dr. Raina Jain, both are the director in the company so directors are Interested
HappyMongo Learning Solutions Private Limited	Company is the subsidiary company and Dr. Vinay Jain , Preksha Jain are the director in the company so directors are Interested
Witty Banquets & Hospitality Private Limited	Dr. Vinay Jain and Dr. Raina Jain, both are the director in the company so directors are Interested
VJTF Infrschool Services (Udaipur) Private Limited	Dr. Vinay Jain and Dr. Raina Jain, both are the director in the company so directors are Interested
Witty Construction Private Limited	Dr. Vinay Jain and Dr. Raina Jain, both are the director in the company so directors are Interested

Witty Infratech Private Limited	Dr. Vinay Jain and Dr. Raina Jain, both are the director in the company so directors are Interested
Witty Laxmi Leela Home Creators LLP	Dr. Vinay Jain is the representative of their company VJTF Buildcon Private Limited in the company so directors are Interested
Pratiksha Foundation Charitable Trust	Dr. Vinay Jain and Dr. Raina Jain, both are the trustee in the Trust so Directors are Interested
Witty Global Education Trust	Dr. Vinay Jain and Dr. Raina Jain, both are the trustee in the Trust so Directors are Interested
Dr. Raina Jain	Key Managerial personal
Dr. Vinay Jain	Key Managerial personal
Dharamchand Shah	Key Managerial personal relatives
Bimaladevi Shah	Key Managerial personal relatives
Preksha Jain	Key Managerial personal relatives
Rishi Jain	Key Managerial personal relatives

Sr. No.	Name of the Related Party	Nature of Transaction	Approx. Amount	Name of the Interested Directors
1	VJTF Infraschool Services (Mumbai) Private Limited	The Operational and Management Fees Income, Income collected on our behalf by, Lease rent expenses, Rent Paid, Director's remuneration,	(Rs. In Crores) 500	Dr. Raina Jain and Dr. Vinay Jain
2	VJTF Buildcon Private Limited	Security cum Guarantee Given,		Dr. Raina Jain and Dr. Vinay Jain
3	Happymongo Learning Solutions Private Limited	Security cum Guarantee taken, Payable to associates,		Preksha Jain and Dr. Vinay Jain
4	Witty Banquets & Hospitality Private Limited	Investment in Shares of an subsidiary and associate, Other Current Liability, Reimbursement of expenses given,		Dr. Raina Jain and Dr. Vinay Jain
5	VJTF Infraschool Services (Udaipur) Private Limited	Loan given, Loan given received back, Payment made on behalf of,		Dr. Raina Jain and Dr. Vinay Jain
6	Witty Constructions Private Limited	Payment made on behalf of received		Dr. Raina Jain and Dr. Vinay Jain
7	Witty Infratech Private Limited			Dr. Raina Jain and Dr. Vinay Jain
8	Witty Global Education Trust			Dr. Raina Jain and Dr. Vinay Jain
9	Pratiksha Foundation			Dr. Raina Jain

	Charitable Trust	back, Payment received on behalf of, Payments received on behalf of - repaid, Investment in shares, slump sale of business undertaking, Advance given against share purchase.		and Dr. Vinay Jain
10	Dr. Raina Jain			Key Managerial personal
11	Dr. Vinay Jain			Key Managerial personal
12	Dharamchand Shah			Key Managerial personal relatives
13	Bimladevi Shah			Key Managerial personal relatives
14	Preksha Jain			Key Managerial personal relatives
15	Rishi Jain			Key Managerial personal relatives
16	Witty Laxmi Leela Home Creators LLP			Dr. Vinay Jain

**By Order of the Board
For VJTF Eduservices Limited**

Vinay Jain
Managing Director
DIN: 00235276

Raina Jain
Whole Time Director
DIN: 01142103

Dated: 14/08/2025
Place: Mumbai

**POLLING PAPER
FORM NO. MGT-12**

**[Pursuant to section 109(5) of the Companies Act, 2013 and
Rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]**

VJTF EDUSERVICES LIMITED

CIN NO: L80301MH1984PLC033922

Regd. Off: Witty Neelkanth Apartment, Opp Mumbai Bank,
Ramchandra Lane, Malad West, Mumbai - 400064

Tel.: 022-46160493 Email: vjtfho@vjtf.com

Website: www.vjtf.com

40th ANNUAL GENERAL MEETING

BALLOT PAPER		
S. No.	Particulars	Details
1.	Name of the First named Shareholder (in Block Letters)	
2.	Postal Address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Share of Rs. 10/- Each

I/We hereby exercise my/ our vote in respect of the Ordinary/ Special Resolutions enumerated below and as set out in the Notice of Annual General Meeting (AGM) of the Company scheduled on Friday 12th September, 2025 by recording my/our assent or dissent to the said resolutions by placing tick (✓) mark in the appropriate box below:-

Item No.	Items	No. of shares held by me*	I assent to the resolution ("For")	I dissent from the resolution ("Against")
Ordinary Business				
1.	Audited Financial Statement of the Company for the financial year ended 31 st March, 2025, the Reports of the Board of Directors and the Auditors thereon			
2.	Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2025, the Reports of the Board of Directors and the Auditors thereon;			
Special Business				

3.	To Appoint M/S. R A N K & Associates, Chartered Accountants (Firm Registration No. 105589W), As Statutory Auditor To Fill Casual Vacancy			
4.	To Appoint M/S. R. S. Rajpurohit & Co., Practicing Company Secretaries As Secretarial Auditors Of The Company			
5.	To Take Approval For Related Party Transaction For The Financial Year 2025 -26			

**Entitlement of shareholders to cast their vote at the 40th Annual General Meeting will be reckoned on the cut-off date i.e. 05th September, 2025. Accordingly, the number of shares held by shareholder on such aforesaid date will only be considered.*

Instructions:

1. This Ballot Form is provided for the benefit of Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting, i.e. either voting through e-voting or by Ballot. If a member cast votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and report to the Chairman who will check the votes received in the AGM and declare the final result for each of the Resolutions forming part of the Notice of the AGM.

Process and Manner for Members opting to vote by using the Ballot Form:

1. Please complete and sign the Ballot Form and put the same in the Ballot Box provided in the AGM Venue.
2. The Form should be signed by the Member or Authorized Signatory in case of Company as per the specimen registered with Company.
3. In case of Company, trust, society etc. certified copy of Board Resolution authorizing representative must be registered or filed with us in advance to avoid any inconvenience.
4. Votes must be cast in case of each resolution by marking (√) mark in the appropriate column provided in the Ballot.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the paid-up equity share capital of the company.
6. Unsigned, incomplete, improperly filled ballot forms will not be counted for voting.
7. The decision of the Chairman on the validity of the Ballot Form and other related matter shall be final.
8. The results shall be declared by the Chairman in the AGM based on report of scrutinizer and also the Ballot forms submitted up to the AGM of Company by the shareholders. It will also be communicated within 2 days to the Bombay Stock Exchange Limited, Central

Depository Services India Limited and on the website of the Company for the information of the shareholders.

Affix
1 Rupee
Revenue
Stamp

Place: Mumbai
Date:

(Signature of the Shareholder / Proxy holder)

VJTF EDUSERVICES LIMITED

CIN: L80301MH1984PLC033922

Reg. Off.: Witty Neelkanth Apartment, Opp Mumbai Bank,
Ramchandra Lane, Malad West, Mumbai 400064.

Ph- 022-46160493, Email: vjtfho@vjtf.com, Website: www.vjtf.com

ATTENDANCE SLIP

I/We hereby record my presence at the 40th Annual General Meeting of the Company to be held at Ground Floor, Witty International School, Chikoowadi, Borivali West, Mumbai - 400092, on Friday, 12th September, 2025 at 02.30 PM.

Name of the Member	
Registered Address	
E-mail Id	
DPID*	

***Applicable for investors holding shares in electronic form**

.....
Name of attending Member / Proxy

.....
Member's / Proxy's Signature

-

EVS (Electronic Voting Event Number)	USER ID	PASSWORD/PIN

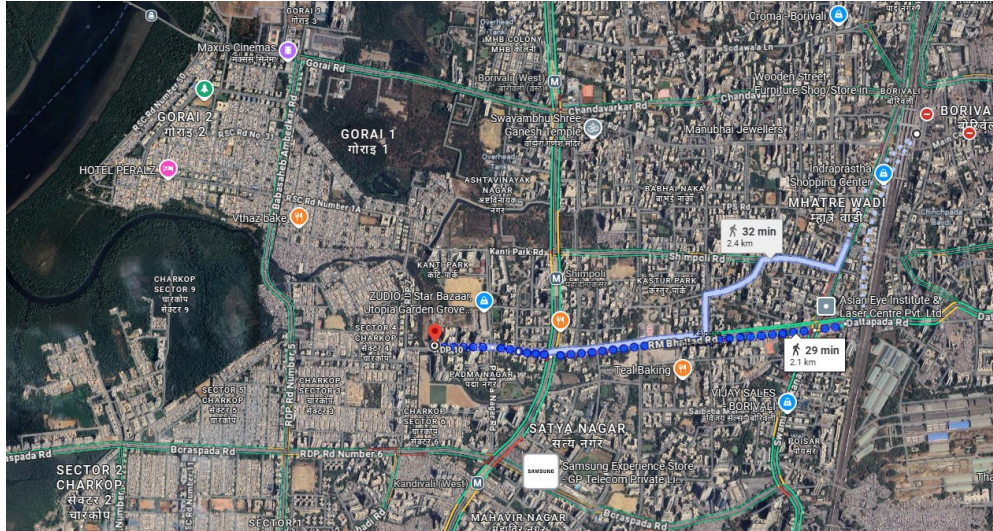
Note: E-voting period: 09th September, 2025 at 09.00 A.M. IST and ends on 11th September, 2025 at 05:00 P.M. IST.

If you have any query regarding e-voting Password/PIN, please contact at helpdesk.evoting@cdslindia.com.

(Member's /Proxy's Signature)

Route Map

Borivali Station, West to Ground Floor, Witty International School, Chikoowadi, Borivali West, Mumbai – 400092.



VENUE: Ground Floor, Witty International School, Chikoowadi, Borivali West, Mumbai – 400092.

DAY/DATE: Friday, 12th September, 2025

TIME: 02:30 PM