

DECOROUS INVESTMENT & TRADING CO. LTD.

Regd. Office: R-489, GF-B, New Rajinder Nagar, New Delhi – 110060

Tel No.: 9910003638, Email Id: decorous1982@gmail.com Website: www.dico.in

CIN: L67120DL1982PLC289090

1) All Shareholders
2) BSE Ltd.
3) Calcutta Stock Exchange Ltd.
4) All Board Members
5) All Promoters
6) RTA – Alankit Assignments Ltd

7) M/s S M G A & CO., Statutory Auditors
8) NSDL
9) CDSL
10) B. BHUSHAN & CO., Secretarial Auditors
11) MITTAL JINDAL & ASSOCIATES., Internal Auditors

SUB : OUTCOME OF BOARD MEETING – 29.05.2026

Dear Sir/Madam,

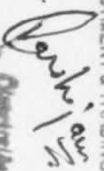
29.05.2026

With further reference & in continuation to our Letters & Emails dated 19.05.2026 & 20.05.2026, in respect to Meeting(s) of Audit Committee and Remuneration & Nomination Committee and Board of Directors was held TODAY i.e. FRIDAY – 29.05.2026 at 10:30 & 11:00 & 11:30 A.M. respectively at its Regd. Office & CONCLUDED at 01:15 PM, following Matters were placed, discussed, considered & approved & taken on record :-

- 1) Company received Resignation Letter dated 19.05.2026 from Mr. ASHOK KUMAR (DIN: 11252233) [PAN: AAKPG3461D]{Aadhar# 948393198678} from the position of only Whole-Time Director (WTD) and Chief Financial Officer (CFO), while to continue as Non-Executive Non-Independent Director, and is relieved now with immediate effect before moving to next agenda item, with a Vote of appreciation
- 2) Company appointed **Mrs. VARSHA JAIN (DIN: 11704482)** [PAN: AZAPJ9110H] {ACS-65340} as 'Executive Non-Independent Director' with immediate effect i.e. today i.e. 29.05.2026 and is also further designated as 'Whole Time Director and Chief Financial Officer' w.e.f. 29.05.2026, subject to approval by Members at the ensuing AGM
- 3) Board approved & adopted Audited Annual Accounts for the FY ended 31.03.2026 alongwith Statutory Independent Audit Report dated 29.05.2026 from Statutory Auditors. Board authorized Director(s) Mr. Amit Gupta & Mrs. Varsha Jain and CS Preetika Mishra to stamp & sign all Accounts, Forms, Letters, etc (copies enclosed) and is subject to approval by Members at the ensuing AGM
- 4) Board approved & adopted Audited Financial Results of QUARTER & YEAR ended 31.03.2026 and "Year To Date" Audited Financial Results for the period from 01.04.2025 to 31.03.2026 alongwith Half-Yearly "Statement of Assets & Liabilities" as at 31.03.2026 and "Limited Review Audit Reports", of the Quarter & Year-to-Date, from Statutory Auditors
(copies enclosed)
 - Results has been released for Publications in 2 Newspapers
 - Displayed at Company's website – www.dico.in
 - Trading Window will remain closed 01.04.2026 to 03.06.2026 for all insiders.


- 5) 'FORM –A' duly signed by 2(two) Directors & Auditors — (copy enclosed)
Un-Qualified / Unmodified Audit Opinion / Observation

For DECOROUS INVESTMENT & TRADING CO LTD


Director/Auth. Sign.



For DECOROUS INVESTMENT & TRADING CO LTD


Director/Auth. Sign.

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- 6) Company appointed M/s S M G A & CO., Chartered Accountants, (FRN-014671C) as 'Statutory Auditors' for a period of 5(five) years i.e. FY 2026-27 to FY 2030-31
subject to approval by Members at the ensuing AGM
- 7) Company had appointed M/s B. BHUSHAN & CO., Company Secretaries, as 'Secretarial Auditors' for a period of 5(five) years, in 42nd AGM held on 29.09.2025
- 8) Company re-appointed M/s MITTAL JINDAL & ASSOCIATES, Chartered Accountants, (FRN: 001467N) as 'Internal Auditors' for the Financial Year 2026-27.
- 9) Board adopted 'SECRETARIAL AUDIT REPORT' for FY 31.03.2026 from PCS
(copy enclosed)
- 10) Board adopted 'SECRETARIAL COMPLIANCE REPORT' for FY 31.03.2026 from PCS
(copy enclosed)
- 11) Board adopted Internal Audit Report
- 12) Board adopted/ took on Record Certificate from PCS relating to Certificate of Non Disqualification of Directors
- 13) Various Statutory Committee(s) were re-constituted and All Policy(ies) & Code of Conduct, etc were re-visited
- 14) Board again approved & resolved 'DE-LISTING' of Equity Shares of the Company from Calcutta Stock Exchange Ltd. and also reviewed the follow-up Action and to ensure Compliances

Kindly Advise if we have to submit any other information, papers, documents, etc

For Decorous Investment & Trading Co. Ltd.
For DECOROUS INVESTMENT & TRADING CO. LTD

For DECOROUS INVESTMENT & TRADING CO. LTD

AMIT GUPTA,
DIRECTOR

DIN: 00074532

ENCL : AS ABOVE

Director/Auth. Sign.



Director/Auth. Sign.

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To,

Ms. Varsha Jain |DIN-117044821 |PAN-AZAPJ9110H|

Address: A-3/125, Second Floor,

Sector 16, Rohini, Delhi-110089

29.05.2026

Sub: Appointment as Whole-Time Director cum Chief Financial Officer (CFO) &
Key Managerial Personnel (KMP)

Dear Ms. Varsha,

We are pleased to inform you that pursuant to the provisions of Sections 196, 197 and other applicable provisions, of the Companies Act, 2013 read with Schedule V thereto and pursuant to the recommendation of the Nomination & Remuneration and Audit Committee(s) and approval of the Board of Directors of the Company, we are pleased to appoint you as Additional Director and will be designated as Whole-Time Director Cum Chief Financial Officer (CFO) of the Company with effect from 29th May, 2026, subject to the approval of Shareholders.

This combined designation represents your dual role as an Executive Director on the Board and a Key Managerial Personnel (KMP) under the provisions of the Companies Act, 2013.

The terms and conditions governing your appointment are outlined below:-

1. Tenure: Your appointment shall be for a period of 5 (Five) years commencing from 29th May, 2026. This appointment as a Whole-Time Director is subject to the formal approval of the Shareholders of the Company at the ensuing Annual General Meeting (AGM).

In your capacity as a Director, you shall be liable to retire by rotation under Section 152(6) of the Act, and if re-appointed by shareholders, it will not constitute a break in your tenure as WTD cum CFO.

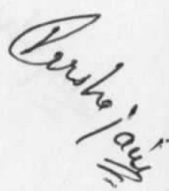
2. Remuneration: The remuneration structure shall comprise the following:
Salary and Allowances: you will be paid a remuneration of Rs. 25,000/- (Rupees Twenty Five Thousand) only per month, subject to number of days actual attended office.

Minimum Remuneration: In the event of an absence or inadequacy of profits in any financial year during your tenure, you shall be paid the above-mentioned salary and perquisites as minimum remuneration, subject to the ceilings prescribed under Section II of Part II of Schedule V to the Companies Act, 2013.

3. Variation: Your terms and conditions of appointment and/or this Agreement may be altered and varied from time to time by the Board of Directors as it may, in its discretion, deem fit, subject to the provisions of the Companies Act, 2013, including Schedule V thereto, and/or any statutory modification(s) or re-enactment thereof for the time being in force, and subject to such approvals, permissions, or sanctions as may be required.

4. Duties and Powers: You will devote your whole time and attention to the affairs of the Company and perform such duties and exercise such powers as may be entrusted to you by the Board of Directors from time to time. You shall strictly adhere to the professional duties of a Director as codified in Section 166 of the Companies Act, 2013.

For Decorous Investment &
Trading Company Limited


Beetal Kishore
Company Secretary

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Subject to the supervision and control of the Board, you shall be entrusted with substantial powers of management in relation to the business and affairs of the Company and shall act in the best interests of the Company. You may also be required to serve on committees, associated concerns, subsidiaries, or any other executive body as may be decided by the Board from time to time.

You will employ your best skills, ability, and endeavors to promote the interests and welfare of the Company and shall comply with all applicable policies, directions, rules, and regulations of the Company and the Board.

In terms of Section 2(19) and Section 203 of the Act, you are designated as a whole-time Key Managerial Personnel (KMP). You will be responsible for the entire financial management, fiscal planning, all type/ kind of compliances including regulatory, statutory, stock exchange(s), IT, GST, etc., statutory audits, cash flows, and presentation of the true and fair financial position of the Company to the Board, Shareholders, and regulatory authorities.

5. **Non-Competition:** You undertake that during the tenure of your appointment, you will not engage in any business or activity competing with the business of the Company without the prior approval of the Board of Directors.

6. **Code of Conduct:** The provisions of the Code of Conduct and other applicable Policies of the Company shall be deemed to form part of this Agreement. You will faithfully abide by the same and ensure compliance in letter and spirit during your tenure.

You are strictly bound by the SEBI (Prohibition of Insider Trading) Regulations (include if listed) and the internal Code of Conduct of the Company. You shall not disclose any sensitive business data, trading secrets, or unpublished price-sensitive information (UPSI) to external parties.

7. **Confidentiality:** You acknowledge that during the course of employment, you may have access to confidential information relating to the business affairs, operations, financials, intellectual property, processes, customers, suppliers, and strategic matters of the Company.

You will maintain strict confidentiality and shall not disclose or utilize any such confidential information except in the ordinary course of discharge of duties or as may be required under law.

All documents, records, notes, papers, and confidential information acquired or developed during the course of employment shall remain the exclusive property of the Company and shall be returned upon cessation of employment or upon demand by the Company.

8. **Termination of Employment:**

- (a) The Company shall be entitled to terminate your appointment without notice in the event of:
- Any negligence, misconduct, fraud, or breach of duty affecting the business or reputation of the Company;
 - Any material or repeated breach of the terms of appointment; or
 - Loss of confidence by the Board of Directors.
- (b) This contract may be terminated by either side by giving 2 months written notice in advance, or by the Company paying salary in lieu of such notice period.
- (c) Your Office shall immediately stand vacated if you attract any disqualifications outlined under Section 164 or Section 167 of the Companies Act, 2013.

For Decorous Investment &
Trading Company Limited

Pratik Kishor
Company Secretary

Barsha Jain

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- (d) Upon cessation or termination of employment for any reason whatsoever, you will immediately resign from the Office of Director and all other positions held in the Company without any claim for compensation.
- (e) In the event of failure to do so, the Company shall be authorized to take necessary actions on your behalf for giving effect to such resignation.

9. **Agreement Co-terminus with Directorship:** The appointment and this Agreement shall remain co-terminus with the directorship. In the event you cease to be a Director of the Company for any reason whatsoever, you will also cease to hold office as Whole-Time Director cum Chief Financial Officer, Key Managerial Personnel, authorized signatory, and representative of the Company, and this Agreement shall automatically stand terminated.

10. **Notices:** Any notice by either party shall be made in writing and sent to the registered office of the Company or to the last known address of Ms. Varsha Jain, as the case may be. Any notice sent by post shall be deemed to have been duly served in the ordinary course of delivery.

11. **Compliance with Laws and Policies:** You will comply with all applicable laws, rules, regulations, secretarial standards, and internal policies of the Company as may be amended from time to time.

12. **Conflict of Interest:** You will promptly disclose to the Board any direct or indirect interest in any contract, arrangement, or transaction entered into by the Company in accordance with applicable provisions of the Companies Act, 2013.

13. **Severability:** If any provision of this Agreement is held invalid or unenforceable, the remaining provisions shall continue to remain valid and enforceable.

Kindly sign and return the duplicate copy of this letter as a token of your formal acceptance of the terms and conditions of your appointment.

We look forward to your valuable leadership in driving the strategic

financial and operational growth of the Company.

For DECOROUS INVESTMENT & TRADING CO. LTD

for Decorous Investment &
Trading Company Limited

Preetika Mishra

PREETIKA MISHRA

Company Secretary

ACS- 32490

ACCEPTANCE

I, Mrs. VARSHA JAIN, [DIN 11704482] {AZAPJ9110H} hereby acknowledge Receipt of this Appointment Letter and Accept the terms and conditions governing my appointment as Whole-Time Director cum Chief Financial Officer (CFO) of the Company - DECOROUS INVESTMENT & TRADING CO. LTD.

Varsha Jain
Varsha Jain 29/5/26.
29.05.2026
NEW DELHI

Pr. 9315901065