

## **NOTICE**

**NOTICE** is hereby given that the 44th (forty-fourth) Annual General Meeting of the Members of **RAMGOPAL POLYTEX LIMITED** will be held on **Tuesday, September 30, 2025 at 3:30 P.M.** IST through video conferencing ('VC') / other audio visual means ('OAVM') to transact the following business:

### **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon**

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

**"RESOLVED THAT** the Audited Financial Statements of the Company for the year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby received, approved and adopted."

- 2. To appoint a Director in place of Mrs. Divya Modi (DIN: 07158212) who retires by rotation and, being eligible, offers herself for re-appointment**

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 rules made there under (including any statutory modification(s) & re-enactment(s) thereof), the approval of the members of the Company be and is hereby accorded to the re-appointment of Mrs. Divya Modi (DIN: 07158212), who retires by rotation and being eligible, offers herself for re-appointment."

### **SPECIAL BUSINESS:**

- 3. To consider and appoint M/s. Uma Lodha & Co., a sole proprietorship firm of Practicing Company Secretaries, (Membership No. 5363 & COP No. 2593) as the Secretarial Auditors of the Company:**

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 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and on recommendation of Audit Committee and Board of Directors, M/s. Uma Lodha & Co., a sole proprietorship firm, Practicing Company Secretaries (Membership No. 5363 and COP No. 2593), be and are hereby appointed as the Secretarial Auditors of the Company to hold office to carry out secretarial audit of the Company for a period of 5 (five) consecutive years commencing from FY 2025-26 to FY 2029-30 and to avail any other services or reports as may be permissible under the applicable laws.

**RESOLVED FURTHER THAT** approval of the Company be accorded to the Board of Directors of the Company (including any Committee thereof) or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this Resolution."

- 4. To consider and appoint Mr. Nishant Tolchand Ranka (DIN: 06609705) as an Independent Director (Non-Executive) of the Company:**

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

**"RESOLVED THAT** Mr. Nishant Tolchand Ranka (DIN: 06609705) who was appointed as an Additional Director of the Company with effect from August 03, 2025 and who holds office up to the date of this Annual General Meeting under Section 161 of the Companies Act, 2013 ("the Act") and who is eligible for appointment and in respect of whom the Company has received a notice in writing pursuant to Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company;

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 152 and 161 read with Schedule IV of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("Rules"), Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and on recommendation of Nomination and Remuneration Committee and Board of Directors in the board meeting held on July 28, 2025, Mr. Nishant Tolchand Ranka (DIN: 06609705) who was appointed as an Additional Director in the capacity of a Non-Executive, Independent Director with effect from August 03, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation and to hold office for a term of 5 (Five) consecutive years with effect from August 03, 2025 to August 02, 2030.

**RESOLVED FURTHER THAT** any Director, Chief Financial Officer and/or the Company Secretary of the Company, be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

By Order of the Board of Directors  
For **Ramgopal Polytex Limited**

**Sanjay Jatia**

Chairman & Managing Director  
(DIN: 00913405)

**Place:** Mumbai

**Date:** July 28, 2025

**Regd. Office:**

Greentex Clearing House, B-1, 2 & 3, Gosrani Compound,  
Rehnal Village, Bhiwandi, Thane – 421302.

**CIN:** L17110MH1981PLC024145, **Tel:** 22-61396800

**E-mail Id:** [rplcompliance@ramgopalpolytex.com](mailto:rplcompliance@ramgopalpolytex.com)

**Website:** [www.ramgopalpolytex.com](http://www.ramgopalpolytex.com)

**NOTES:-**

- 1) The Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 09/2024 dated 19th September 2024 read with General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020 and 20/2020 dated 5th May 2020 (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India vide its SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 (collectively referred to as “SEBI Circulars”) permitted the holding of an Annual General Meeting (“AGM”) through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), MCA Circulars and SEBI Circulars, the AGM of the Company is proposed to be held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
- 2) The Statement, pursuant to Section 102 of the Companies Act, 2013 with respect to Item No. 3 and 4 forms part of this Notice. Additional information, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings in respect of Directors seeking appointment/re-appointment at the Annual General Meeting is furnished as annexure to the Notice.
- 3) The Company has engaged the services of Central Depository Services Limited (“CSDL”) as the Agency for providing e-Voting facility (remote e-Voting and voting at AGM) to the shareholders of the Company in order to cast their votes electronically in terms of the aforesaid MCA Circulars.
- 4) Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
- 5) Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
- 6) Institutional / Corporate Members are requested to send a scanned copy (PDF / JPEG format) of the Board Resolution authorizing its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, at [investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.com).
- 7) Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013 (“the Act”).
- 8) Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, September 24, 2025 to Tuesday, September 30, 2025** (both days inclusive) for the purpose of Annual General Meeting.
- 9) The Notice, Directors’ Report, Auditors’ Report and Audited Financial Statement as at March 31, 2025 are enclosed.
- 10) SEBI has vide its Notifications dated 8th June, 2018 and 30th November, 2018 mandated that securities of listed companies can be transferred only in dematerialized form from April 01, 2019. In view of the above and to avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form.

- 11) 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 Participant(s). Members holding shares in physical form are required to submit their PAN details to the Bigshare Services Pvt. Ltd., Registrar and Share Transfer Agents, office at S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai-400093.
- 12) In compliance with the MCA Circulars and SEBI Circulars, the Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, its Registrar & Transfer Agent ("RTA"), or Depository Participants ("DPs"). Members may note that the Notice and the Annual Report 2024-25 will also be available on the Company's website at [www.ramgopalpolytex.com](http://www.ramgopalpolytex.com) and on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com). No physical copies of the Notice and Annual Report are being sent to Members who have not registered their e-mail addresses with the Company, RTA, or DPs.

It is however clarified that, all Members of the Company as on the Cut-Off date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned resolutions in accordance with the process specified in this Notice.
- 13) Members whose E-mail ID is not registered and who wish to receive the Notice of the AGM, Annual Report and all other communications by the Company, from time to time may get their E-mail ID registered by submitting Form ISR-1 to Bigshare Services Pvt. Ltd at [investor@bigshareonline.com](mailto:investor@bigshareonline.com) or to the Company at [investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.com) However, for the shares held in demat form, Members are requested to write to their respective DPs.
- 14) Members are requested to:
  - a) Intimate to Bigshare Services Pvt. Ltd, changes, if any, in their registered/corporate addresses at an early date, in case of Shares held in physical form;
  - b) Intimate to the respective Depository Participant, changes, if any, in their registered addresses at an early date, in case of Shares held in dematerialized form;
  - c) Quote their folio numbers/Client ID/DP ID in all correspondence;
  - d) Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names; and
  - e) Register their Permanent Account Number (PAN) with their Depository Participants, in case of shares held in dematerialized form and Bigshare/Company, in case of Shares held in physical form, as directed by SEBI.
- 15) Non-Resident Indian ("NRI") Members are requested to inform the Company or its RTA or to the concerned DPs, as the case may be, immediately: -
  - a) The change in the residential status on return to India for permanent settlement, or
  - b) The particulars of the NRE/NRO Account with a Bank in India, if not furnished earlier
- 16) The Company's equity shares are listed at BSE Limited (BSE) and The Calcutta Stock Exchange Association Limited (CSE) and the Company has paid the Annual Listing Fees to BSE for the Financial Year 2024-2025.
- 17) Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request/ questions in advance from their registered email address mentioning their name, DP ID and Client ID/ folio number, PAN, mobile number at [investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.com) / [rplcompliance@ramgopalpolytex.com](mailto:rplcompliance@ramgopalpolytex.com) **ten (10) days prior to the AGM**. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM on first-in-first out basis. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
- 18) When a pre-registered speaker is invited to speak at the Meeting but does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
- 19) In case of joint holders attending the meeting, the joint holder who is higher in the order of name will be entitled to vote at the meeting.
- 20) Voting rights shall be reckoned on the paid up value of shares registered in the name of the Member/Beneficial Owner as on the cutoff date i.e. **Tuesday, September 23, 2025**.
- 21) The Notice of the 44th AGM & the Annual Report for the financial year 2024-25 are also available on the Company's website [www.ramgopalpolytex.com](http://www.ramgopalpolytex.com). Relevant documents referred to in the accompanying Notice and the Statement under Section 102 of the Companies Act 2013, are open for inspection by the Members at the Registered Office of the Company during normal business hours (10.00 a.m. to 4.00 p.m.) on all working days except (Saturdays).

- 22) To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address, loss of share certificates or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
- 23) a) Pursuant to Regulation 40 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/ MIRSD/POD-1/P/CIR/ 2024/37 dated 7th May 2024 as may be amended from time to time (“Investor Requests Circular”), the Members holding shares in physical mode are requested to update their PAN, address with pin code, email address, mobile number, bank account details, specimen signature and nomination by holders of physical securities (“KYC Details”) with Bigshare Services Private Limited (“RTA”) and/or the Company. Members holding shares in electronic form are requested to furnish details for change/ updation of KYC Details to their respective Depository Participant.
- b) In order to update KYC Details, claim bonus shares lying in unclaimed suspense account and/ or process investor requests, the Members are required to submit duly filled and signed relevant forms ISR-1, ISR-2, ISR-4, ISR-5, SH-13/ ISR-3/ SH-14, as applicable and as may be amended from time to time (“Forms”) along with required supporting documents as stated therein, if any. The Forms are available on Company’s website link at <https://www.ramgopalpolytex.com/investors.html>.
- c) The Members may submit the duly signed Forms to update their KYC Details through any one of the following modes for submission:
- Through In Person Verification (IPV): by producing the originals to the authorised person of the RTA, who will retain copy(ies) of the document(s) with IPV stamping with date and initials.
  - Through Post: by furnishing self-attested photocopy(ies) of the relevant documents.
  - Through electronic mode with e-sign: In case your email is already registered with us, you may send the scanned copies of your KYC Details with e-sign only from your registered email ID at our dedicated email-id: investor@bigshareonline.com. Kindly mention the email subject line as ‘KYC Updation – Ramgopal Polytex Limited - Folio No: \_\_\_\_\_’
- d) In addition to aforesaid points, the Members are requested to follow the procedure mentioned in SEBI Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated 7th May 2024, in case of transmission of shares and issue of duplicate share certificates, respectively.
- e) All the requests relating to 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; transposition will be processed upon receipt of relevant documents alongwith requisite Forms upon which RTA will issue Letter of Confirmation to the shareholder/ claimant with a validity of 120 days, basis which the shareholder/ claimant has to dematerialise the shares in order to give effect to the requests. If shareholder/ claimant fails to submit the demat request within the aforesaid period of 120 days from the date of Letter of Confirmation, RTA/ Company shall credit the securities to the suspense escrow demat account of the Company.
- 24) SEBI vide its Circular dated July 31, 2023 issued guidelines for shareholders to resolve their grievances by way of Online Dispute Resolution (‘ODR’) through a common ODR portal. Shareholders are requested to first take up their grievance, if any, with RTA of the Company at their email address at [investor@bigshareonline.com](mailto:investor@bigshareonline.com). Alternatively, the investor may also lodge their grievance/complaint/dispute with the Company at [investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.com) / [rplcompliance@ramgopalpolytex.com](mailto:rplcompliance@ramgopalpolytex.com). If the grievance is not redressed satisfactorily, the shareholder may escalate the same through: i) SCORES Portal in accordance with the SCORES guidelines, and ii) if the shareholder is not satisfied with the outcome, dispute resolution can be initiated through the ODR Portal at <https://smartodr.in/login>. It may be noted that the dispute resolution through the ODR Portal can be initiated only if such grievance / complaint / dispute is not pending before any arbitral process, court, tribunal or consumer forum or if the same is non-arbitrable under Indian law. The shareholder can directly initiate dispute resolution through the ODR Portal without having to go through SCORES portal, if the grievance/ complaint/dispute lodged with the RTA/Company was not satisfactorily resolved.
- 25) Pursuant to SEBI Circular SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 02, 2025, a special window has been opened for re-lodgement of transfer requests for physical shares that were originally lodged prior to April 01, 2019 and were rejected/returned/not attended to due to deficiencies. This window will remain open from July 07, 2025 to January 06, 2026. During this period, eligible shareholders may re-lodge such shares for transfer. Please note that such transfers will be processed only in dematerialized mode only. Shareholders are encouraged to take advantage of this opportunity and reach out to the Company’s RTA for further assistance.

## Voting through electronic means

### Process and manner for members opting for Remote e-voting are as under:

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the services of CDSL to provide the facility of electronic voting ('e-voting') in respect of the Resolutions proposed at this AGM.

### CDSL e-Voting System – For remote e-voting and e-voting during AGM and Joining Virtual Meeting(s)

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 02/2021 Dated January 13, 2021, 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. 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 MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 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 (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. 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 to atleast 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.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Annual Report. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. 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.ramgopalpolytex.com](http://www.ramgopalpolytex.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of The Ministry of Corporate Affairs ("MCA") has vide its Circular No. 14/2020 dated 8th April 2020, Circular No. 17/ 2020 dated 13th April 2020, Circular No. 20/2020 dated 5th May 2020 and Circular No. 10/2022 dated 28th December 2022 (collectively referred to as 'MCA Circulars') and SEBI Circular No. SEBI/ HO/ CFD/CMD1/CIR/ P/2020/79 dated 12th May 2020 read with SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 issued by the Securities and Exchange Board of India ("SEBI Circulars") permitted the holding of an Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circulars.

### A. THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

**Step 1:** Access through Depositories CDSL/NSDL 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.

- i) The voting period begins on **Saturday, September 27, 2025 (9:00 a.m. IST)** and ends on **Monday, September 29, 2025 (5:00 p.m. IST)**. 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 **Tuesday, September 23, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the Meeting.
- 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 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 de-mat mode.

- iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 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 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 <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users of who have opted for CDSL’s 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 URLs for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi (Token) tab.</li> <li>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-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 or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers so that the user can visit the e-voting service providers’ website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi New (Token) tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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 &amp; voting during the meeting.</li> </ol>

Type of shareholders	Login Method
	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 or joining virtual meeting &amp; voting during the meeting.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>Company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	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:** 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 <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.: 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000

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

- v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in demat form & physical shareholders
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://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](http://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:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> </ul>
Dividend Bank Details <b>OR</b> 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. <ul style="list-style-type: none"> <li>• 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.</li> </ul>

- vi) After entering these details appropriately, click on “SUBMIT” tab.
- vii) 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.
- viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix) Click on the EVSN of “Ramgopal Polytex Limited” on which you choose to vote.
- x) 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.
- xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xii) 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.
- xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv) 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.
- xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii) **Additional Facility for Non – Individual Shareholders and Custodians – 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](http://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](mailto: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 will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, 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 mandatory 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; [investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.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.

### **INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. 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.
3. 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.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. 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 **10 (Ten) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 (Ten) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.com). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. 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.
10. 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 may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

### **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 RTA email id at [investor@bigshareonline.com](mailto:investor@bigshareonline.com)/[investor@ramgopalpolytex.com](mailto:investor@ramgopalpolytex.com)
2. For Demat 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 attending AGM & e-voting from the CDSL e-voting system, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

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](mailto:helpdesk.evoting@cdslindia.com) or call on toll free no. 1800 21 09911.

- B.** The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **Tuesday, September 23, 2025.**
- C.** Ms. Uma Lodha, Proprietor of M/s. Uma Lodha & Co., Practicing Company Secretary (Membership No. 5363, COP No. 2593), has been appointed as Scrutinizer for scrutinizing the remote e-voting procedure in a fair and transparent manner.

- D. The scrutinizer after scrutinizing the votes cast at the meeting held through VC/OAVM facility and through remote e-voting will, not later than 2 working days of conclusion of the meeting make a consolidated Scrutinizer's Report and submit the same to the Chairman or any other person authorised by him in writing, who shall countersign the same.
- E. The result declared along with the scrutinizer's report shall be placed on the Company's website and on the website of CDSL within 48 hours of passing of the resolutions at the Annual General Meeting of the Company and communicated to the Stock Exchanges, where the shares of the Company are listed.

By Order of the Board of Directors  
For **Ramgopal Polytex Limited**

**Sanjay Jatia**

Chairman & Managing Director  
(DIN: 00913405)

**Place:** Mumbai

**Date:** July 28, 2025

**Regd. Office:**

Greentex Clearing House, B-1, 2 & 3, Gosrani Compound,  
Rehnal Village, Bhiwandi, Thane – 421302.

**CIN:** L17110MH1981PLC024145, **Tel:** 22-61396800

**E-mail Id:** [rplcompliance@ramgopalpolytex.com](mailto:rplcompliance@ramgopalpolytex.com)

**Website:** [www.ramgopalpolytex.com](http://www.ramgopalpolytex.com)

**DETAILS IN TERMS OF REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF THE SPECIAL BUSINESS TO BE TRANSACTED AT THE MEETING:**

**Item No. 3**

**To consider and appoint M/s. Uma Lodha & Co., a sole proprietorship firm of Practicing Company Secretaries, (Membership No. 5363 & COP No. 2593) as the Secretarial Auditors of the Company:**

The Board of Directors of the Company at their Meeting held on May 22, 2025, on recommendation of the Audit Committee, have recommended to the Members of the Company for appointment of CS Uma Lodha, proprietor of Uma Lodha & Co., Practicing Company Secretaries (Membership No. 5363 and COP No. 2593) as the Secretarial Auditors of the Company for a term of five consecutive years from FY 2025-26 to FY 2029-30 and accordingly, the proposed remuneration to be paid to M/s. Uma Lodha & Co., for FY 2025-26 will be Rs.81,500/- exclusive of applicable taxes and out of pocket expense, if any.

The Board of Directors in consultation with the Audit Committee during the tenure of Secretarial Auditors, may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors for the balance part of tenure of Secretarial Auditors.

Besides the audit services, the Company would also obtain certifications which are to be received from the Secretarial Auditors/ Practicing Company Secretaries under various statutory regulations from time to time, for which the said auditors will be remunerated separately on mutually agreed terms. After evaluating all proposals and considering various factors such as independence, industry experience, technical skills, audit team, etc., M/s. Uma Lodha & Co., have been recommended to be appointed as the Secretarial Auditor of the Company.

M/s. Uma Lodha & Co., is a peer reviewed Practicing Company Secretaries, with vast experience in regulatory compliances related to company law, securities laws, insolvency, FEMA, and other corporate legal matters. There are no material changes. The proposed fees commensurate with the size of the Company, audit coverage and scope of work. CS Uma Lodha sole proprietor of M/s Uma Lodha & Co., leading Practicing Company Secretary holds a distinguished track record extending over 28 plus years of experience, with the team being led by a senior professional of considerable repute, possessing extensive experience in providing services to both listed and unlisted clients. The Audit Committee and the Board considered the past audit experience of the particularly in auditing large companies, valued various factors, including the CS Uma Lodha's capability to handle a diverse and complex business environment, her existing experience in the various business segments, the clientele it serves, and her technical expertise.

M/s. Uma Lodha & Co., have given their consent to act as Secretarial Auditors of the Company and confirmed that the said appointment, if made, will be within the prescribed limits by the Institute of Company Secretaries of India. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Company Secretaries Act & Rules/ Regulations. No order has been passed by ICSI/ SEBI/ MCA/ any other competent authority/ Court, both in India or outside India, in past 5 years against the proposed Secretarial Auditor.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or

otherwise, in the resolution set out at Item No. 3. Accordingly, the Board of Directors recommends the resolution for approval of the Members of the Company as an Ordinary Resolution.

### **Item No. 4**

#### **To consider and appoint Mr. Nishant Tolchand Ranka (DIN: 06609705) as Non-Executive Independent Director of the Company:**

Pursuant to Section 161 of the Companies Act, 2013 ("Act") and on the recommendation of the Nomination & Remuneration Committee ("NRC Committee"), the Board of Directors at its Meeting held on July 28, 2025, appointed Mr. Nishant Tolchand Ranka (DIN: 06609705) as an Additional Director in the capacity of Non-Executive Independent Director of the Company for a term of 5 (five) consecutive years with effect from August 03, 2025 to August 02, 2030, subject to the approval of the Members.

The Company has received the consent letter, declaration of independence and other disclosures under various statutes from Mr. Nishant Tolchand Ranka (DIN: 06609705). In addition, he has also submitted a declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ("IICA"). He is not required to pass the online proficiency self-assessment test pursuant to Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

#### **Brief Profile of Mr. Nishant Tolchand Ranka:**

Mr. Nishant Tolchand Ranka, aged about 44 years, has completed his B.Com and is a qualified Chartered Accountant from the Institute of Chartered Accountants of India, bringing with him over 20 years of rich experience.

He qualified as a Chartered Accountant in November 2004 and joined as a Designated Partner at Bagaria and Co LLP, Chartered Accountants (formerly known as Bagaria & Co). An acclaimed professional with more than two decades of experience in diverse fields, he later established his own practice under the name N. T. Ranka and Company.

Mr. Ranka excels in handling assurance and direct tax litigation assignments. He specializes in financial and business advisory services, enabling companies to accelerate their growth. He has also been appointed as an Independent Director and has served on the boards of both listed and unlisted public companies.

The NRC Committee, considering the skills, expertise and competencies required as an independent director for the Company's business and future plans, concluded and recommended to the Board of Directors that Mr. Nishant Tolchand Ranka's qualifications and rich experience would be ideally suitable and he would add immense value as a Non-Executive Independent Director of the Company.

In the opinion of the Board, Mr. Nishant Tolchand Ranka fulfils the conditions specified in the Act, Rules thereunder and the Listing Regulations for appointment as Non-Executive, Independent Director and is independent of management of the Company. Mr. Nishant Tolchand Ranka has confirmed that he is not aware of any circumstances or situation which exists or may reasonably be anticipated that could impair or impact his ability to discharge his duties as a Non-Executive Independent Director of the Company.

The consent letter, notice received from a Member proposing candidature under Section 160(1) of the Act and draft letter of appointment setting out terms and conditions of the appointment of Independent Directors and other relevant disclosures are uploaded on the website of the Company at [www.ramgopalpolytex.com](http://www.ramgopalpolytex.com) from the date of dispatch of this Notice upto the date of declaration of the results of AGM.

Disclosures as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

The Board of Directors recommends the resolution for approval of the Members of the Company as a Special Resolution.

Save and except, Mr. Nishant Tolchand Ranka and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

By Order of the Board of Directors  
For **Ramgopal Polytex Limited**

**Sanjay Jatia**

Chairman & Managing Director  
(DIN: 00913405)

**Place:** Mumbai

**Date:** July 28, 2025

#### **Regd. Office:**

Greentex Clearing House, B-1, 2 & 3, Gosrani Compound,  
Rehnal Village, Bhiwandi, Thane – 421302.

**CIN:** L17110MH1981PLC024145, **Tel:** 22-61396800

**E-mail Id:** [rplcompliance@ramgopalpolytex.com](mailto:rplcompliance@ramgopalpolytex.com)

**Website:** [www.ramgopalpolytex.com](http://www.ramgopalpolytex.com)

**ANNEXURE TO NOTICE**

**Additional Information of Director recommended for Appointment/ Re-appointment in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2):**

<b>Name of the Director</b>	<b>Mr. Nishant Tolchand Ranka</b>	<b>Mrs. Divya Modi</b>
<b>DIN Number</b>	06609705	07158212
<b>Date of Birth / Age</b>	16-09-1980 (44 Years)	17-01-1984 (41 Years)
<b>Nationality</b>	Indian	Indian
<b>Date of first appointment on the Board</b>	August 03, 2025	<b>Original date of appointment:</b> 15-04-2015 <b>Date of appointment at current designation:</b> 15-04-2015
<b>Appointment / Re-appointment</b>	Appointment	Re-appointment
<b>Qualification</b>	B.Com and is a qualified Chartered Accountant from the Institute of Chartered Accountants of India	M.Com
<b>Brief Resume and Expertise in specific functional areas</b>	<p>Mr. Nishant Tolchand Ranka, aged about 44 years, has completed his B.Com and is a qualified Chartered Accountant from the Institute of Chartered Accountants of India, bringing with him over 20 years of rich experience.</p> <p>He qualified as a Chartered Accountant in November 2004 and joined as a Designated Partner at Bagaria and Co LLP, Chartered Accountants (formerly known as Bagaria &amp; Co). An acclaimed professional with more than two decades of experience in diverse fields, he later established his own practice under the name N. T. Ranka and Company.</p> <p>Mr. Ranka excels in handling assurance and direct tax litigation assignments. He specializes in financial and business advisory services, enabling companies to accelerate their growth. He has also been appointed as an Independent Director and has served on the boards of both listed and unlisted public companies.</p>	Mrs. Divya Modi holds a Master of Commerce degree and has experience in Business Administration. Her expertise lies in Operations, Administration & Execution.
<b>Number of Meetings of the Board attended during the year</b>	Not Applicable	During the year, Mrs. Divya Modi attended Five (05) out of Five (05) Board Meetings held. Details provided in the Corporate Governance Report.
<b>Details of remuneration last drawn (FY 24-25)</b>	Not Applicable	Mrs. Divya Modi being a Non-Executive Director is paid only Sitting Fees. Details regarding payment of Sitting Fees are provided in the Corporate Governance Report forming part of the Directors' Report.
<b>Directorship held in other companies (including listed entities)</b>	<p>a. Listed Companies:</p> <ul style="list-style-type: none"> <li>• Finkurve Financial Services Limited (Director)</li> </ul> <p>b. Public Companies and Private Limited Companies:</p> <ul style="list-style-type: none"> <li>• Ideal Fiscal Services Ltd (Director)</li> <li>• Augmont Enterprises Limited (Director)</li> <li>• Augmont Goldtech Private Limited (Director)</li> </ul>	Nil
<b>Chairman / Member of committees of other Companies</b>	<p>Finkurve Financial Services Limited</p> <ul style="list-style-type: none"> <li>- Audit Committee (Chairman)</li> <li>- Stakeholders' Relationship Committee (Member)</li> <li>- Nomination and Remuneration Committee (Chairman)</li> <li>- Risk Management Committee (Member)</li> <li>- Corporate Social Responsibility Committee (Member)</li> <li>- Finance Committee (Member)</li> </ul>	Nil

<b>No. of shares held in the Company</b>	Nil	Nil
<b>Listed entities from which the person has resigned in the past 3 years</b>	Not Applicable	Not Applicable
<b>Disclosure of relationship between Directors, Manager and Key Managerial Personnel inter-se</b>	There is no inter-se relationship between Mr. Nishant Tolchand Ranka, other Members of the Board and Key Managerial Personnel of the Company.	There is no inter-se relationship between Mrs. Divya Modi, other Members of the Board and Key Managerial Personnel of the Company
<b>Disclosure of relationship with promoter of the Company</b>	None	None
<b>Terms and Conditions of Appointment/Re-appointment</b>	<p><b>Date of appointment:</b> August 03, 2025.</p> <p><b>Terms of appointment:</b>                      Term of 5 (five) consecutive years commencing from August 03, 2025 till August 02, 2030 (both days inclusive)                      Not liable to retire by rotation and subject to the approval of the Shareholders of the Company.</p>	The appointment being made is not applicable to a director who is liable to retire by rotation as per the Companies Act, 2013.
<b>Remuneration sought to be paid</b>	He is entitled for receiving sitting fees and commission, as may be declared.	Mrs. Divya Modi being a Non-Executive Director is paid only Sitting Fees. Details regarding payment of Sitting Fees are provided in the Corporate Governance Report forming part of the Directors' Report.
<b>Justification for choosing the appointees for appointment as Independent Directors</b>	Details are provided in the Corporate Governance Report forming part of the Directors' Report.	Not Applicable.

Further, in terms of the Circular dated June 20, 2018 issued by BSE Limited (No. LIST/COMP/14/2018-19), we hereby inform that as per declaration submitted to the Company by Mr. Nishant Tolchand Ranka, he has not been debarred from holding the office of Director by virtue of any SEBI order or any other such authority.