



Date: 6th September, 2025

**To,
Department of Corporate Service
BSE Ltd.
P. J. Tower, Dalal Street, Fort,
Mumbai - 400 001**

Dear Sir / Madam,

BSE Scrip code 509835

Sub: Submission of Notice of Annual General Meeting under Regulation 30 of SEBI (LODR) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the **Notice convening 55th Annual General Meeting (“AGM”) of the Company** scheduled to be held on **Monday, 29th September, 2025 at 12:30 P.M. at the registered office of the Company** situated at Surana House, Behind Klassic Chambers, Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad -380009.

The aforesaid Notice and Annual Report are also being sent to the shareholders of the Company and uploaded on the website of the Company at **www.premiersyntheticsltd.com** in compliance with applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

You are requested to kindly take the same on record and disseminate the information to the investors.

Thanking You,
Yours Faithfully,
FOR, PREMIER SYNTHETICS LIMITED

**VINOD RANA
COMPANY SECRETARY**

Encl: as stated



PREMIER SYNTHETICS LIMITED

55TH ANNUAL REPORT

FINANCIAL YEAR 2024-25

NOTICE

NOTICE is hereby given that the **55th ANNUAL GENERAL MEETING** of the Company will be held on **Monday, 29th September, 2025**, at **12:30 P.M.** at the registered office of the Company at Surana House, Behind Klassic Chambers, Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad -380009, Gujarat, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 together with the reports of the Board of Directors and Auditors thereon
2. To declare dividend on Non-convertible Non-Cumulative Redeemable Preference Shares for the financial year ended 31st March, 2025
3. To appoint a director in place of Mr. Sanjaykumar Vinodbhai Majethia (DIN: 06555488), who retires by rotation and being eligible, offers himself for re-appointment

SPECIAL BUSINESS:

4. **To approve the Related Party Transactions Limits up to Rs.80 Crores with different related entities 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 provisions of Section 188, 185 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Shareholders be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with M/s. Premier Spintex Private Limited (CIN No. U17120GJ2014PTC079865), a related party of the Company for purchase and sale materials including availing license for use of brand (if any) and other transactions supersession of the earlier resolution (if any) for an amount not exceeding INR 50,00,00,000/- (Rupees Fifty Crores Only) for the Financial Year 2025-26, provided that the said transactions are entered

into/ carried out on arm's length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorized committee thereof);

“RESOLVED FURTHER THAT pursuant to the provisions of Section 188, 185 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Shareholders be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with M/s. Sun Insulators Private Limited (CIN No. U17100GJ2007PTC051090), a related party of the Company for purchase and sale materials including availing license for use of brand (if any) and other transactions supersession of the earlier resolution (if any) for an amount not exceeding INR 25,00,00,000/- (Rupees Twenty-Five Crores Only) for the Financial Year 2025-26, provided that the said transactions are entered into/ carried out on arm's length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorized committee thereof);

“RESOLVED FURTHER THAT pursuant to the provisions of Section 188, 185 and other applicable provisions of the Companies Act, 2013 (“Act”) read with the applicable rules issued under the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company’s policy on “Materiality of Related Party Transactions and also on dealing with Related Party Transactions” and all other applicable laws and regulations, as amended, supplemented or re-enacted from time to time and pursuant to the consent of the Shareholders be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with M/s. Vijay Stationeries Private Limited (CIN No. U74110GJ1994PTC021472), a related party of the Company for purchase and sale materials including availing license for use of brand (if any) and other transactions supersession of the earlier resolution (if any) for an amount not exceeding INR 5,00,00,000/- (Rupees Five Crores Only) for the Financial Year 2025-26, provided that the said transactions are entered into/ carried out on arm's length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorized committee thereof);

RESOLVED FURTHER THAT the Board of Directors of the Company (which included any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

5. To approve the appointment of Ms. Savita Gupta (DIN: 00148102) as an Independent Director

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with, the Articles of Association of the Company (including any statutory modification/(s) or re-enactment/s thereof for the time being in force), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), and other applicable provisions thereof, Ms. Savita Gupta (DIN: 00148102) who is not disqualified under Section 164(2) of the Companies Act and who has submitted a declaration that she meets the criteria for appointment as an Independent Director under the Companies Act and the relevant provisions of the SEBI Listing and other Regulation(s), if any applicable to the Company and is eligible for appointment, be and is hereby appointed as an Independent Director (Non-Executive) on the Board (or “Board of Directors”), who shall hold office for a term of five years commencing from the date of this meeting, not liable to retire by rotation;

RESOLVED FURTHER THAT the Board of Directors of the Company (which included any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

6. To approve the appointment of M/s. Jigar Trivedi & Co. Practicing Company Secretaries (CP No. 18483), Ahmedabad as a Secretarial Auditor for the period of Five Years i.e. from F.Y. 2025-26 to F.Y. 2029-30

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

“RESOLVED THAT M/s Jigar Trivedi & Co., Company Secretaries in Practice (CP No. 18483), be and is hereby appointed as Secretarial Auditor of the company for the period of Five Years i.e. from F.Y. 2025-26 to F.Y. 2029-30 in terms of the provisions of Section 204

of the Companies act, 2013 on such remuneration as may be determined by the board and agreeable to them;

RESOLVED FURTHER THAT the Board of Directors of the Company (which included any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

7. To insert additional business activity in main Object Clause of the Memorandum of Association of the Company

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

“RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 (“the Act”) including any modification or re-enactment thereof and other applicable provisions thereof, the Main Object clause of the Memorandum of Association of the Company be and is hereby altered and amended as follows:

Clause III (A) of the Objects clause of the Memorandum of Association of the Company be titled as ‘THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION’ and after para 6 of Clause III (A), following 1 (one) new para shall be added:

6. To carry on business as Management Consultants, Selling Consultants, Manufacturing Consultants, Finance Consultants for any company/other business entity on fee basis, Commission basis, Profit sharing basis and any other method in India and in foreign country and to do all activities for achieving above object.

RESOLVED FURTHER THAT the Board of Directors of the Company (which included any Committee of the Board) be and are hereby authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

8. To consider the resolution on the matters specified under Section 180(1)(a) of the Companies Act, 2013

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

“RESOLVED THAT pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, and the relevant Rules framed there under

(including any statutory modification(s) or re-enactment thereof, for the time being in force), and the enabling provisions in the Memorandum of Association and Articles of Association of the Company, approval and consent of the Shareholders of the Company be and is hereby accorded (hereinafter referred as the “Board” which term shall be deemed to include any duly constituted Committee of the Board) to sell and transfer the land located at Rakanpur, Tal. Kalol, Dist. Gandhinagar having new survey no. 708,709 and 710 admeasuring 18,284 sq. mtrs. Including structure thereon by negotiation to any party, at a fair value, which in aggregate shall not be less than Rs.6.00 Crores (Rupees Six Crores);

RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize sale and transfer and to execute necessary documents, deeds, undertaking, agreements and to do all such other acts, deeds, matters and things as may be deemed necessary and/or expedient to give effect to the above resolution and resolve any questions, difficulties or doubts that may arise in this regard as they may in their absolute discretion deem fit in the interest of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred, to any Committee of Directors or any one or more Directors or to the Chief Financial Officer or to the Company Secretary of the Company, as may be deemed necessary to give effect to this resolution.”

**By order of the Board of Directors
For, Premier Synthetics Limited**

**Place: Ahmedabad
Date: 13th August, 2025**

**Sd/-
Vinod Rana
Company Secretary**

NOTES:

1. The relevant details of the Directors seeking re-appointment under item No 3 above as required by Regulation 26 (4) and 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 (Listing Regulations) and as required under Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India is annexed hereto.
2. Members as on the Record Date of 19th September, 2025 shall only be entitled for availing the remote E-voting facility and E-voting facility during the AGM. A person who is not a Member on the Record date should accordingly treat this Notice for information purposes only.
3. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and a proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company, at its Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of limited Companies, Societies, etc. must be supported by an appropriate resolution/authority letter, as applicable.
4. Dividend on Non-Convertible Non-Cumulative Redeemable Preference Shares for the Financial year ended 31st March, 2025 as recommended by the Board of Directors, if approved by the members at the AGM, will be paid as per the rules prescribed under the Companies (Declaration and Payment of Dividend) Rules, 2014 and any other notification / circular issued in that regard by the ministry.
5. Corporate Members intending to send their authorized representative(s) to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a Certified True Copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf to the scrutinizer by email to csjigartrivedi@gmail.com.
6. The Register of Members and Share Transfer Books of the Company shall remain closed from Friday 19th September, 2025 to Monday 29th September, 2025 (both days inclusive) for the purpose of Annual General Meeting (AGM).
7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
7. A person can be an authorized representative of more than one Body Corporate. In such a case, he is treated as more than one Member present in person for the purpose of the quorum.

8. In Compliance with MCA Circulars dated 8th April 2020, 13th April 2020 and 05th May 2020 and SEBI Circular dated 12th May, 2020, Members may kindly note that sending of Physical Copies of Annual Report to Members have been dispensed with and is being sent through electronic mode to those members whose e-mail addresses are registered with the Company or Depositories. Members may also note that the Notice of the 55th Annual General Meeting and the Annual Report will be available on the Company's website www.premiersyntheticsltd.com and can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and disseminated on the website of CDSL at www.evotingindia.com.
9. Pursuant to the MCA Circulars and SEBI Circular, owing to the difficulties involved in dispatching of physical copies of the Notice of the 55th AGM and the Annual Report for the year ended 31st March, 2025 including therein the Audited Financial Statements for the Financial Year 2024-25, are being sent only by email to the Members. Therefore, those Members, whose email address is not registered with the Company or with their respective Depository Participant/s, and who wish to receive the Notice of the 55th AGM and the Annual Report for the Financial Year 2024-25 and all other communication sent by the Company, from time to time, can get their email address registered by following the steps as given below:-
 - a. For Members holding shares in physical form, please send scan copy of a signed request letter mentioning your 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 email id: premiersynthetics@gmail.com
 - b. For the Members holding shares in demat form, please update your email address through your respective Depository Participant/s.
10. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
11. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their Bank details, NECS, mandates, nominations, Power of Attorney, change of address/name, PAN details, etc. to their Depository Participant only and not to the Company's Registrars and Transfer Agents. Changes intimated to the Depository Participant will then be automatically reflected in the records of the Registrars and Transfer Agents which will help the Company and its Registrars and Transfer Agents to provide efficient and better service to the Members.
12. In accordance with the amendments to Regulation 40 of the Listing Regulations, Securities and Exchange Board of India (SEBI), decided that requests for effecting transfer of listed securities shall not be processed unless the securities are held in

dematerialized form with a Depository (National Securities Depository Limited or Central Depository Services (India) Limited). Members holding shares in Physical Form are requested to consider converting their holding to dematerialized form in order to eliminate all risks associated with physical shares. Members can contact the Registrar and Share Transfer Agent (RTA) in this regard. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their Demat accounts.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in Physical Form can submit their PAN details to the Company.
14. Additional Information required to be furnished under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards-2 with respect of the Director(s)/Manager seeking appointment/re-appointment at the AGM (Annual General Meeting) has been furnished and forms a part of the notice. The director(s)/manager have furnished the requisite consents/declarations for their appointment/re-appointment.
15. We will be publishing a Public Notice by way of advertisement in Free Press Gujarat and Lokmitra Newspaper (English edition and Gujarati edition respectively) with the suitable details of the ensuing Annual General Meeting.
16. M/s. Jigar Trivedi & Co., Company Secretaries, (COP No.18483) Ahmedabad, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.
17. The Scrutinizer shall after the conclusion of e-Voting at the 55th AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated Scrutinizer's Report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 55th AGM, who shall then countersign and declare the result of the voting forthwith.
18. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.premiersyntheticsltd.com and on the website of CDSL at www.evotingindia.com immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

19. Further, the assent/ dissent of the members on the resolution proposed in this Notice will also be considered through the remote e-Voting system, apart from the in-person Meeting at schedule place and date.
20. The Company has engaged the services of MUFG Intime India Private Limited, (“MI IPL”) as its agency for providing e-voting facility/platform to the Members of the Company.
21. The resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e., Sunday, 28th September, 2025, in terms of the Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.
22. The remote e-voting period shall commence at 9.00 A.M. (IST) on Monday 22nd September, 2025 and shall end at 5.00 P.M. (IST) on Sunday, 28th September, 2025. Members are requested to carefully read the instructions in this Notice and record their assent (FOR) or dissent (AGAINST) through the remote e-voting process before the end of the e-voting period. The remote e-voting will not be allowed beyond the aforesaid date and time, and the remote e-voting module shall be disabled by MI IPL upon expiry of the aforesaid period.
23. Instructions for E-Voting are as enclosed as an **Annexure-A**.

Details of Director seeking re-appointment at the 55th Annual General Meeting
[In pursuance of Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)]

Name of the Director	Sanjaykumar Vinodbhai Majethia	Savita Gupta
DIN	06555488	00148102
Date of Birth	29/07/1972	22/08/1973
Nationality	Indian	Indian
Date of first appointment in the current designation	10/02/2016	13/08/2025
Qualification	S.Y. B. Com	Graduate
Experience	Sanjay V. Majethia have the business experience in Trading and Industry of more than 15 years	Ms. Savita Gupta is a Director having functional knowledge of different industries i.e. Insurance, Finance and having more than 20 years of experience in the field. She is well versed with the working of the affairs of the Company.
Shareholding in the Company: Number of Equity Shares Number of Non-convertible Non-Cumulative Redeemable Preference Shares	5,84,650 NIL	NIL NIL
Terms and conditions of appointment or re-appointment along with details of remuneration	N.A.	The term of appointment of Ms. Savita Gupta as an Independent Woman Director (Non-Executive) shall commence from August 13, 2025 till the completion of 5 (five) years or resignation (whichever is earlier).
Remuneration last drawn	N.A.	N.A.
No. of Meeting of the Board attended during the year	1 of 7	NIL
Directorships* of other Companies (Excluding Premier Synthetics Limited)	Majethia Papers Private Limited	1. Jansa Solar Solutions Private Limited 2. Kalptaru Insurance Brokers Limited
Membership/Chairmanship of	NIL	NIL

Committee of other Companies (Excluding Premier Synthetics Limited)		
Inter-se relationships between:	Not Applicable	Not Applicable
• Directors	Not Applicable	Not Applicable
• Key Managerial Personnel		

*** Directorship included all the Companies incorporated in India.**

EXPLANATORY STATEMENT IN RESPECT OF SECTION 102 OF THE COMPANIES

ITEM NO. 4

Pursuant to provision of Section 188 and 185 of Companies Act, 2013 transactions with related parties which are on arm's length basis and in ordinary course of business are exempted from obligation of obtaining consent of shareholders. However, such transactions, if material, require approval of shareholders through a resolution, notwithstanding the fact that the same are at an arm's length basis and in the ordinary course of business, as per the requirements of the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Further, the explanation to Regulation 23(4) of the Listing Regulations provides that contracts or transactions involving sale, purchase or supply of any goods or materials, directly or through appointment of agent, exceeding ten percent of the turnover of the company requires prior approval of members in general meeting.

The Company carries out transactions with M/s. Premier Spintex Private Limited at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s. Premier Spintex Private Limited provided that total value in aggregate in Financial Year 2025-26 should not exceed Rs. 50.00 Crores.

The Company carries out transactions with M/s. Sun Insulators Private Limited at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s. Sun Insulators Private Limited provided that total value in aggregate in Financial Year 2025-26 should not exceed Rs. 25.00 Crores.

The Company carries out transactions with M/s. Vijay Stationeries Private Limited at arm's length price. The prices at which transactions are carried out are as per prevailing market rate. The Board of Directors of the Company request members to give their approval to the contract or any transaction of purchase, sale or supply of goods or services with M/s. Vijay Stationeries Private Limited provided that total value in aggregate in Financial Year 2025-26 should not exceed Rs. 5.00 Crores.

Considering the above as per Section 185, 188 of the Companies Act, 2013, the approval of shareholders through special resolution is necessary for approving the above transaction.

The Board recommends the resolution at Item No. 4 for your approval.



Mr. Gautamchand Surana, Managing Director is interested in the resolution to the extent of his shareholding. Except him, none of the Directors or key managerial personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 4 of this Notice.

ITEM NO. 5

Considering the retirement of Ms. Anusha Maheshwary and the subsequent recommendation from Nomination and Remuneration Committee, the Board of Directors at their meeting held on 13th August, 2025 had approved the appointment of Ms. Savita Gupta (DIN: 00148102) as an Additional Director (Independent Non-Executive) on the Board of the Company for the period of five years from the date of appointment subject to regularization by the Shareholders at the ensuing General Meeting.

having functional knowledge of different industries i.e. Insurance, Finance and having more than 20 years of experience in the field. She is well versed with the working of the affairs of the Company. Further, Ms. Savita Gupta is not debarred from accessing capital markets and /or restrained from holding the office of director by virtue of any order of the SEBI or any other such authority.

The Board recommends the resolution at Item No. 5 for your approval.

None of the Directors or key managerial personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 5 of this Notice.

ITEM NO. 6

This explanatory statement is provided in accordance with Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting. Accordingly, based on the recommendation of the Audit Committee, the Board



of Directors has approved the appointment of M/s Jigar Trivedi & Co., Company Secretaries in Practice (CP No. 18483), Company Secretaries, Ahmedabad as the Secretarial Auditors of the Company for a period of five years i.e. from F.Y. 2025-26 to F.Y. 2029-30 in terms of the provisions of Section 204 of the companies act, 2013 on such remuneration as may be determined by the board and agreeable to them. The appointment is subject to shareholders' approval at the Annual General Meeting.

M/s Jigar Trivedi & Co. is well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company. Further it is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India.

The Board recommends the resolution at Item No. 6 for your approval.

None of the Directors or key managerial personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 6 of this Notice.

ITEM NO. 7

Due to changing dynamics of business, it is very imperative to enter into different segments of the business including that of consultancy etc. in relation thereto. The Board of Directors at their meeting held on 25th August, 2025 has resolved to approve to enter into following new business activity;

To carry on business as Management Consultants, Selling Consultants, Manufacturing Consultants, Finance Consultants for any company/other business entity on fee basis, Commission basis, Profit sharing basis and any other method in India and in foreign country and to do all activities for achieving above object.

At present the above object is not within the purview of objects of the Company as per the Memorandum of Association of the Company and therefore it is necessary to obtain the approval of Shareholders through special resolution for such alteration in the Object Clause of Memorandum of Association of the Company as per the provisions of Section 13 of the Companies Act, 2013.

The Board recommends the resolution at Item No. 7 for your approval.

None of the Directors or key managerial personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 7 of this Notice.

ITEM NO. 8

As per the provisions of the Section: 180(1)(a) of the Companies Act, 2013;

The Board of Directors of a company shall exercise the following powers only with the consent of the Company by a special resolution, namely to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the company owns more than one undertaking, of the whole or substantially the whole of any of such undertakings.

Taking note of the commercial opportunity, the Board of Directors at their meeting held on 25th August, 2025 has resolved to approve to sell and transfer the land located at Rakanpur, Tal. Kalol, Dist. Gandhinagar having new survey no. 708,709 and 710 admeasuring 18,284 sq. mtrs. Including structure thereon by negotiation to any party, at a fair value, which in aggregate shall not be less than Rs.6.00 Crores (Rupees Six Crores);

Considering the same as substantial undertaking, it is necessary to obtain the approval of shareholders through special resolution at the General Meeting as per the provisions of Section 180(1) and / or other related provisions of the Companies Act, 2013.

The Board recommends the resolution at Item No. 8 for your approval.

None of the Directors or key managerial personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution as set out at Item No. 8 of this Notice except to the extent to their shareholding in the Company.

**By order of the Board of Directors
For, Premier Synthetics Limited
Sd/-**

**Place: Ahmedabad
Date: 13th August, 2025**

**Vinod Rana
Company Secretary**

**ATTENDANCE SLIP
ANNUAL GENERAL MEETING**

Venue of the Meeting: Premier Synthetics Limited
CIN: L70100GJ1970PLC100829
Surana House, B/h. Klassic Chambers, Swastik X Road, Opp.
Narnarayan Complex, Navrangpura,
Ahmedabad - 380009

Date & Time: Monday 29th September, 2025 at 12:30 pm

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE
MEETING HALL**

Joint Shareholders may obtain additional Slip at the venue of the Meeting.

Registered Folio No./DP ID & Client ID:	
Name of Member:	
Address of the Member:	
Type of shares held:	
No of shares held:	

I certify that I am the registered Shareholder / proxy for the registered Shareholder of the Company.

I / We hereby record my / our presence at the 55th Annual General Meeting of the Company at the Registered office of the Company on Monday 29th September, 2025 at 12:30 pm.

Name of the Member:	_____
Signature:	_____
Name of the Proxy holder:	_____
Signature:	_____

NOTE:

1. A Member/Proxy holder attending the Meeting should bring copy of the Notice for reference at the Meeting.
2. Only Member/Proxy holder can attend the Meeting.
3. Please complete the Folio No. / DP ID No., Client ID No. and name of the Member/Proxy holder, sign this Attendance Slip and hand it over, duly signed, at the entrance of the Meeting Hall.



FORM MGT-11: PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Premier Synthetics Limited
CIN: L70100GJ1970PLC100829

Registered Folio No./DP ID & Client ID:	
Name of Member:	
Registered Address of the Member:	
Email Id:	
Type of shares held:	
No of shares held:	

I / We, being the Member(s) of _____ shares of the above-named Company, hereby appoint:

Name:.....

Address:.....

E-mail

ID:.....

Signature:.....or failing him / her;

Name:.....

Address:.....

E-mail

ID:.....

Signature:.....or failing him / her;

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 55th Annual General Meeting of the Company, to be held on Monday 29th September, 2025 at 12:30 pm. and at any adjournment thereof in respect of such resolutions as indicated below:

Sr. No.	Resolutions	Consent	
		For	Against
ORDINARY BUSINESS			
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2025 together with the reports of the Board of Directors and Auditors thereon		

2	To declare dividend on Non-convertible Non-Cumulative Redeemable Preference Shares for the financial year ended 31st March, 2025		
3	To appoint a director in place of Mr. Sanjaykumar Vinodbhai Majethia (DIN: 06555488), who retires by rotation and being eligible, offers himself for re-appointment		
SPECIAL BUSINESS			
4	To approve the Related Party Transactions Limits up to Rs.80 Crores with different related entities for the Financial Year 2025-26		
5	To approve the appointment of Ms. Savita Gupta (DIN: 00148102) as an Independent Director		
6	To approve the appointment of M/s. Jigar Trivedi & Co. Practicing Company Secretaries (CP No. 18483), Ahmedabad as a Secretarial Auditor for the period of Five Years i.e. from F.Y. 2025-26 to F.Y. 2029-30		
7	To insert additional business activity in main Object Clause of the Memorandum of Association of the Company		
8	To consider the resolution on the matters specified under Section 180(1)(a) of the Companies Act, 2013		

Signed this ____ day of _____ 2025

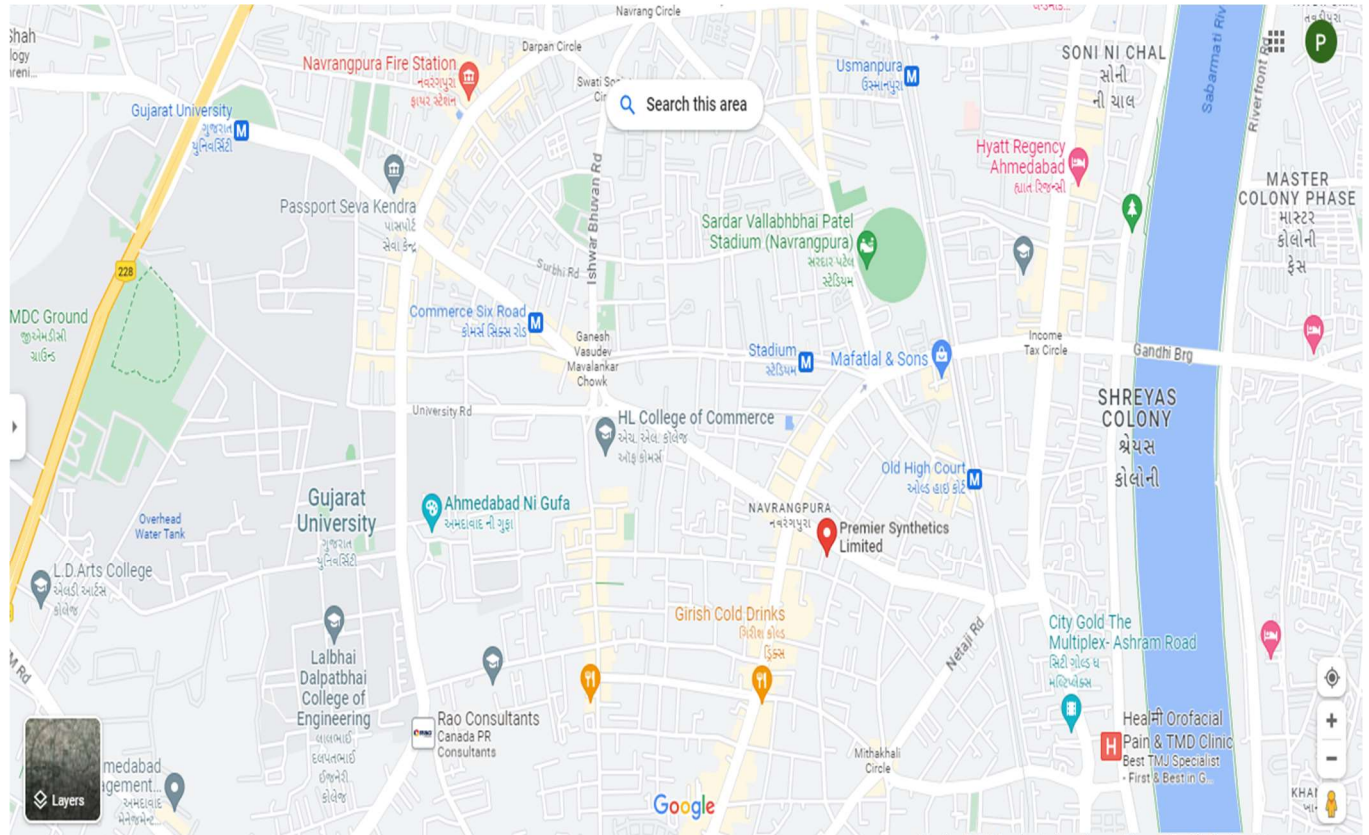
Affix Revenue

Stamp

Signature of Member

Signature of Proxy

ROUTE MAP TO THE VENUE OF AGM



PREMIER SYNTHETICS LIMITED, Surana House, B/h. Klassic Chambers, Near Swastik X Road, Opp. Narnarayan Complex, Navrangpura, Ahmedabad - 380009



(079) 2643 0946, 2643 1558



premiersynthetics@gmail.com



www.premiersyntheticsltd.com

Annexure-I

Remote E-Voting Instructions
Classification: Public

REMOTE EVOTING INSTRUCTIONS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - NSDL e-voting website

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com & click on New System Myeasi Tab.

- b) Enter existing username, Password & click on “Login”.
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration/>
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2 - CDSL e-voting page

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Login” under ‘SHARE HOLDER’ tab.
- b) Enter details as under:
 1. User ID: Enter User ID
 2. Password: Enter existing Password
 3. Enter Image Verification (CAPTCHA) Code
 4. Click “Submit”.(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> registered with the Company

Shareholders not registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - o Shareholders holding shares in **NSDL form**, shall provide 'point 4' above
 - o Shareholders holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice.
(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).
Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

InstaVote USER ID	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is <u>Event No + Folio no.</u> , registered with the Company

STEP 2: Steps to cast vote for Resolutions through InstaVote

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on "Investor Mapping" tab under the Menu Section
- C. Map the Investor with the following details:
 - 1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
 - 2) 'Investor's Name - Enter Investor's Name as updated with DP.
 - 3) 'Investor PAN' - Enter your 10-digit PAN.
 - 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

- Further, Custodians and Mutual Funds shall also upload specimen signatures.
- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on “Votes Entry” tab under the Menu section.
- Enter the “Event No.” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- Enter “16-digit Demat Account No.”.
- Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
- A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- After successful login, you will see “Notification for e-voting”.
- Select “View” icon for “Company’s Name / Event number”.
- E-voting page will appear.
- Download sample vote file from “Download Sample Vote File” tab.
- Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “**forgot password?**”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

InstaVOTE

Team InstaVote
MUFG Intime India Private Limited
Formerly Link Intime India Private Limited