



MOHIT INDUSTRIES LIMITED

AN ISO 9001:2015 CERTIFIED COMPANY

May 12, 2025

To,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001
Script Code: 531453

To,
National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400051
Symbol: MOHITIND

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal Ballot (including remote e-voting)

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') we are submitting herewith the copy of the Postal Ballot notice dated May 6, 2025 ('Postal Ballot Notice') seeking consent of members of the Company by means of Postal Ballot through remote e-voting for the Resolutions as set out in the Notice.

In accordance with circulars issued by Ministry of Corporate Affairs (MCA) from time to time, the Notice has been sent only through electronic mode to those shareholders whose email addresses are registered with the Company's Registrar and Share Transfer Agent viz., Adroit Corporate Services Pvt. Ltd./Depository(ies)/Depository Participants and whose names appear in the Register of Members/list of Beneficial Owners as on the cut-off date, i.e., Friday, May 9, 2025. The Notice contains the procedure to get the email address registered for those shareholders who have not yet registered their email address. The Company has engaged the services of NSDL for Remote E-voting process.

The following calendar of events in connection with the postal ballot process for seeking consent of members of the Company for the Resolutions as set out in the postal ballot Notice:

Sr. No.	Particulars	Schedule
1	Cut - off Date for identification of voting rights of the members	Friday, May 9, 2025

CIN NO.: L17119GJ1991PLC015074

Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Surat-395007
(Ph.): +91-261-2463262, 2463263

Email: contact@mohitindustries.com Visit us: www.mohitindustries.com



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2	Date and time of commencement of remote e-voting	Thursday, May 15, 2025 (09:00 am)
3	Date and time of end of remote e-voting	Friday, June 13, 2025 (05:00 pm)
4	Submission of report by the Scrutinizer	On or before June 17, 2025
5	Date of declaration of results of voting	On or before June 17, 2025

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

Thanking you,

Yours Faithfully,

For Mohit Industries Limited

Mohit Narayan Saboo

Director

DIN: 02357431

Encl.: As above

CIN NO.: L17119GJ1991PLC015074

Office No. 908, 9th Floor, Rajhans Montessa, Dumas Road, Magdalla, Surat-395007

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Email: contact@mohitindustries.com Visit us: www.mohitindustries.com



NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.

Dear Member(s),

Notice is hereby given, pursuant to Section 108 and 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") including any statutory modification(s), amendment(s), or re-enactment(s) thereof, for the time being in force read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular No. 9/2023 dated September 25, 2023 and General Circular No. 9/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and other applicable provisions of the Act, rules, circulars and notifications issued thereunder and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), that the resolution(s) appended below are proposed to be passed by the Members of Mohit Industries Limited ("the Company") through postal ballot by remote e-voting process ("e-voting").

The explanatory statement pursuant to Sections 102 and 110 of the Act, pertaining to the said resolutions setting out the material facts concerning each item and the reasons thereof is annexed to this Postal Ballot Notice ("Notice") and forms part of this Notice. The Postal Ballot Notice is also available on the website of the Company at <https://www.mohitindustries.com/>.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on May 6, 2025, has appointed M/s. Dhirren Dave & Co., Practicing Company Secretaries as the Scrutinizer for conducting the Postal Ballot/E-voting process in a fair and transparent manner. The instructions for E-voting are given in notes forming part of this Notice.

Pursuant to Section 108 of the Act, read with Rule 20 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company has engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing remote e-voting facility to its members for the Postal Ballot. Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for casting of votes by remote e-Voting. The E-voting facility will commence on **Thursday, May 15, 2025, 9:00 a.m. (IST)** and will end on **Friday, June 13, 2025, 5:00 p.m. (IST)**. E-Voting module will be blocked by NSDL at 5.00 p.m. on Saturday, June 6, 2025, and voting shall not be allowed beyond the said date and time.



Members should note that in compliance with the requirements of the MCA Circulars, this Notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company, Registrar and Transfer Agent or Depositories and the communication of assent/dissent of the members will take place through the remote e-voting system. Accordingly, the physical Postal Ballot Notice, Postal Ballot Form and pre-paid business envelope are not being sent to the members for this postal ballot. The detailed procedure for remote e-Voting forms part of the 'Notes' section to this Notice.

Upon completion of the scrutiny, in a fair and transparent manner, the Scrutinizer will submit their report to the Chairman of the Company or to the Company Secretary or any person authorized by Chairman. The results will be declared on or before Tuesday, June 17, 2025, and shall be communicated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the equity shares of the Company are listed and will also be displayed on the Company's website at www.mohitindustries.com and website of NSDL at www.evoting.nsdl.com. The Board of Directors of the Company recommends approval of the members for the Resolutions appended below.

SPECIAL BUSINESSES:

ITEM NO. 1:

APPOINTMENT OF MRS. ANSHULA SACHINKUMAR JAIN (DIN: 10910473) AS NON-EXECUTIVE INDEPENDENT DIRECTOR 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 pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the rules framed thereunder including the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") as amended and subject to such other laws, rules and regulations as may be applicable in this regard, and Articles of Association of the Company and the Board of Directors, Mrs. Anshula Sachinkumar Jain (DIN: 10910473) who was appointed as an Additional Director (Non-Executive Independent) by the Board of Directors of the Company, with effect from March 26, 2025, pursuant to the provisions of section 161 of the Act, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, approval of the shareholders of the Company be and is hereby accorded to appoint Mrs. Anshula Sachinkumar Jain as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) consecutive years with effect from March 26, 2025.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company be and is hereby authorised to file requisite forms with the regulatory authorities and do all



such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution."

ITEM NO. 2:

APPOINTMENT OF MR. MOHIT NARAYAN SABOO (DIN: 02357431) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR 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 pursuant to the provisions of sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force) and pursuant to the notice received under section 160 of the Act and recommendation of Board of Directors of the Company and in line with the Articles of Association of the Company, Mr. Mohit Narayan Saboo (DIN: 02357431), who was appointed as an Additional Non-executive Director of the Company with effect from March 26, 2025 and who holds office upto the date of this General Meeting, be and is hereby appointed as a Non-executive Director of the Company, liable to retire by rotation, with effect from the original date of appointment i.e. March 26, 2025.

RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company be and is hereby authorised to file requisite forms with the regulatory authorities and do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any authorized person(s) to give effect to this resolution."

Registered Office:
Office No. 908, 9th Floor, Rajhans Montessa,
Dumas Roar, Ring Road, Magdalla, Surat,
Gujarat, 395007

By Order of the Board of Directors,
For Mohit Industries Limited

Date: May 6, 2025
Place: Surat

Sd/-
Narayan Sitaram Saboo
Managing Director & CFO
DIN: 00223324

NOTES:

1. The Explanatory Statement, pursuant to Section 102 and Section 110 of the Act read with Rule 22 of the Rules, in respect of the proposed Ordinary & Special Resolutions setting out all the material facts and reasons are enclosed herewith and forms part of this Notice.
2. The Postal Ballot Notice is being sent to all the members, whose names appear in the register of members / list of beneficial owners, received from the depositories as on Friday, May 9, 2025 ("Cut-off Date").



3. As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to the shareholders for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
4. In terms of the MCA Circulars, the Postal Ballot Notice is being sent only by email to those members who have registered their email addresses with their depository participants or with the Company's Registrar & Share Transfer Agent. The members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off Date are requested to register their e-mail Ids by sending an e-mail citing subject line as "Mohit Industries - Postal Ballot- Registration of e-mail Ids" to Registrar and Transfer Agent of the Company, i.e., Adroit Corporate Services Pvt. Ltd. at info@adroitcorporate.com or to the Company at contact@mohitindustries.com with name of registered member(s), folio number(s)/DP Id/Client Id and no. of equity shares held from the email address they wish to register to enable them to exercise their vote on special business as set out in the Postal Ballot Notice through remote e-voting facility provided by NSDL.
5. The voting rights of member(s) for e-voting shall be in proportion to their shares in the paid- up equity share capital of the Company as on the cut-off date. Any person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to vote through e-voting. Any person who is not a member as on the cut-off date should treat this notice for information purpose only.
6. A member cannot exercise his / her / its vote by proxy on Postal Ballot / E-Voting.
7. Resolution, if approved, by the members by means of Postal Ballot /E-Voting is deemed to have been passed at a General Meeting of the members and the last date of the e- voting shall be the date on which the resolution shall be deemed to have been passed, if approved by the requisite majority.
8. Any query in relation to the Resolutions proposed to be passed by this Postal Ballot may be addressed to Mr. Shrikanth Masarm, Company Secretary and Compliance Officer at Email: compliancesecretary@mohitindustries.com or for any query / grievance with respect to e-voting, you can write and email to evoting@nsdl.com or call on: 022 - 4886 7000 or send a request to Pallavi Mhatre (Senior Manager) at evoting@nsdl.com.
9. Voting through Electronic Means ("E-voting"): In compliance with provisions of Section 108 & Section 110 of the Act read with Rule 20 and Rule 22 of the Rules, Regulation 44 of SEBI Listing Regulations and any other applicable provisions, the Company is pleased to offer remote e-voting facility to its members to cast their vote by electronic means through e-voting platform of NSDL. The E-voting facility is available at www.evoting.nsdl.com.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
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. 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.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>
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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. NSDL and CDSL.

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911</p>

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to drd@drdcs.net with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Pallavi Mhatre (Senior Manager) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 contact@mohitindustries.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to contact@mohitindustries.com. If you are an Individual shareholder's holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode](#).
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. [In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository](#)



Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.



EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), the following Explanatory Statement sets out all material facts relating to the businesses mentioned under Items No. 1 and 2 of the accompanying Notice dated May 6, 2025:

ITEM NO. 1

APPOINTMENT OF MRS. ANSHULA SACHINKUMAR JAIN (DIN: 10910473) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, signifying one of the member's intentions to propose Mrs. Anshula Sachinkumar Jain as a candidate for the office of an Independent Director of the Company for a period of 5 (five) consecutive years w.e.f. 26.03.2025 as mentioned in the resolution and shall not retire by rotation.

Mrs. Anshula Sachinkumar Jain is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

The Company has also received a declaration from Mrs. Anshula Sachinkumar Jain that she meets the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 and under Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mrs. Anshula Sachinkumar Jain possesses appropriate skills, experience and knowledge.

In the opinion of the Board, Mrs. Anshula Sachinkumar Jain fulfils the conditions for her appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and shall not be liable to retire by rotation.

Accordingly, the Board recommends the Resolution set out at Item No. 1 of this Notice for your approval. None of the Directors or Key Managerial Personnel of the Company or their relatives except Mrs. Anshula Sachinkumar Jain is considered to be interested or concerned in the above resolution.

ITEM NO. 2

APPOINTMENT OF MR. MOHIT NARAYAN SABOO (DIN: 02357431) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY:

Mr. Mohit Narayan Saboo DIN: 02357431 was appointed by the Board of Directors of the Company at its meeting held on 26.03.2025, as Additional Non-Executive Director of the Company effective 26.03.2025 in terms of Section 161 of the Companies Act, 2013. He will vacate office at this General Meeting.



The Board at its meeting held on 26.03.2025, recommended for the approval of the Members, the appointment of Mr. Mohit Narayan Saboo as Non-Executive Director of the Company as set out in the Resolution. Further notice under Section 160 of the Act has been received from Members proposing his/her appointment as a Director of the Company. Requisite consent, pursuant to Section 152 of the Act, has been filed by him to act as Director, if appointed.

Accordingly, the Board recommends the Resolution set out at Item No. 2 of this Notice for your approval. Mr. Mohit Narayan Saboo is relative of Mr. Narayan Sitaram Saboo and Mr. Naresh Sitaram Saboo, considered to be interested or concerned in the above resolution.

DETAILS OF DIRECTOR SEEKING APPOINTMENT/REAPPOINTMENT/CONTINUANCE OF APPOINTMENT:

Name	Mrs. Anshula Sachinkumar Jain	Mr. Mohit Narayan Saboo
Brief Resume	As given in item no.1 of the Explanatory Statement.	As given in item no.2 of the Explanatory Statement.
DIN	10910473	02357431
Date of Birth	02/12/1975	19/07/1988
Original date of Appointment	March 26, 2025	March 26, 2025
Qualification	Graduate in DAVV, Indore	Chartered Accountant
Nature of Experience in specific functional Area	Ms. Anshula Sachinkumar Jain, holds A graduate of DAVV, Indore (Class of 1997), Anshula blends her academic foundation with hands-on industry expertise. Under her leadership, R K Silk Mills has established a reputation for quality, elegance, and contemporary design in the competitive market of Surat, a city known as India's textile hub.	Mr. Mohit Narayan Saboo is a seasoned finance professional and a qualified Chartered Accountant, known for his expertise in corporate taxation, financial management, and strategic planning.
Justification for choosing the appointee for appointment as Independent Director	In the opinion of the Board, Mrs. Anshula Sachinkumar Jain is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director. Considering her experience, the Board recommends that it desirable and in the interest of the Company to have Mrs. Anshula Sachinkumar Jain on the Board of the Company and accordingly, the Board recommends the appointment of Mrs. Anshula Sachinkumar Jain as an Independent Director.	NA
Disclosure of relationships between directors inter-se	Not related to any of the Directors or Key Managerial Personnel of the Company	Mr. Mohit Narayan Saboo is relative of Mr. Narayan Sitaram Saboo and Mr. Naresh Sitaram Saboo.

Names of listed entities in which the person also holds the directorship and the membership of Committees of the board [along with listed entities from which the person has resigned in the past three years] *	Nil	Nil
Directorship in other Companies	1	4
Chairmanship / Membership of Committees in other Companies *	Two	Nil
Number of Equity Shares held in the Company [in the listed entity, including shareholding as a beneficial owner]	Nil	162836
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As given in item no.1 of the Explanatory Statement.	Refer to the Item no. 02 of the explanatory statement.
Terms and conditions of appointment or reappointment	Appointment as Independent Director of the company for a period of 5 consecutive years with effect from March 26, 2025 till March 25, 2030, and that he shall not be liable to retire by rotation (refer Item no. 2 of this Notice read with the explanatory statement thereto)	Appointment as Non-Executive Director of the company with effect from March 26, 2025, and he shall be liable to retire by rotation (refer Item no. 2 of this Notice read with the explanatory statement thereto)
Remuneration last drawn (in FY 2024-25), if applicable	Nil	Nil
Remuneration proposed to be paid	As given in item no.1 of the Explanatory Statement.	Refer to the Item no.2 of the explanatory statement.
Number of Meetings of the Board attended during the FY 2025-26	1	1

* Committees include Audit Committee and Stakeholders Relationship Committee of Public Companies