



# AKSHAR SPINTEX LIMITED

## NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Rule 22 of Companies (Management and Administration) Rules, 2014]

Notice is hereby given to the shareholders of **AKSHAR SPINTEX LIMITED** (the "Company") that the resolution(s) appended below are proposed to be passed by the Shareholders through Postal Ballot ("Postal Ballot") by way of remote e-voting ("e-voting/remote e-voting"), in accordance with the provisions of Section 108 and 110 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred as "the Rules") and Secretarial Standard-2 (SS-2) issued by the Institute of Company Secretaries of India and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and other applicable laws and regulations including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and in accordance with the relevant circulars issued by the Ministry of Corporate Affairs & Securities and Exchange Board of India in this regard.

Detailed Postal Ballot Notice, together with explanatory statement and instructions for e-voting shall be uploaded on the website of the Company <https://www.aksharspintex.in/announcement.html>, on the website of e-voting agency i.e. Bigshare Services Private Limited at <https://ivote.bigshareonline.com> and is also available on the websites of Stock Exchange where the Company's shares are listed i.e. BSE Limited <https://www.bseindia.com> and NSE Limited <https://www.nseindia.com>.



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The remote e-voting facility will be available during the following period:

Voting Starts on	Voting ends on
<b>Tuesday, January 20, 2026, at 09:00 a.m. (IST)</b>	<b>Wednesday, February 18, 2026, at 05:00 p.m. (IST)</b>

## 1. TO RATIFY APPOINTMENT OF MR. BHAVIN JAYANTIBHAI KOTHIYA 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, and 161(1) read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the rules and regulations made thereunder, each as amended (collectively referred to as the **“Companies Act”**) and other applicable law and pursuant to the provisions of the articles of association of the Company, on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), who was appointed as an Additional Non-Executive Independent Director of the Company by the Board of Directors at their meeting held on 24<sup>th</sup> November, 2025 to hold office effective from 24<sup>th</sup> November, 2025 and who possesses relevant expertise and experience and is not being disqualified under Section 164 of the Companies Act, 2013 (including the rules framed thereunder) and who has provided his consent to act as an independent director of the Company and submitted a declaration that he meets the criteria for appointment as an independent director under the Companies Act and who is eligible for appointment, be and is hereby appointed as an independent director of the Company, not liable to retire by rotation, for a period of five years from 24<sup>th</sup> November, 2025 to 23<sup>rd</sup> November, 2030.



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**RESOLVED FURTHER THAT** pursuant to the provisions of sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), being an Independent Director be paid such fees as the Board may approve from time to time and subject to such limits, as may be prescribed by the Company from time to time.

**RESOLVED FURTHER THAT** any of the director for the time being be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may be considered expedient and necessary in this regard.”

**2. RE-SEEKING APPROVAL FOR APPOINTMENT OF MR. HARRY PAGHDAR (DIN: 11096100) AS EXECUTIVE DIRECTOR:**

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

“**RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder, including applicable provisions of Sections 152 and other applicable provisions, if any, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals as may be required and consent of the members, be and is hereby accorded for the appointment of Mr. Harry Paghdar (DIN: 11096100) as Executive Director of the Company for a term of 5 (five) years with effect from 18<sup>th</sup> February, 2026 to 17<sup>th</sup> February, 2031 notwithstanding the fact that the appointment of Mr. Harry Paghdar (DIN: 11096100) as Managing Director was earlier rejected by the shareholders at 12<sup>th</sup> Annual General Meeting held on Monday, 25<sup>th</sup> August, 2025 at 03:00 p.m. IST through Video Conferencing (“VC”).

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary or expedient to give effect to this resolution.”



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### 3. RE-SEEKING APPROVAL FOR REMUNERATION OF MR. HARRY PAGHDAR (DIN: 11096100):

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

**“RESOLVED THAT** on recommendation of Board and Nomination and Remuneration Committee and pursuant to the provisions of Sections **196, 197, 198, 203**, read with **Schedule V** and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions and pursuant to Provision of **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, as amended from time to time, and subject to such approvals as may be necessary, the consent of the Members, be and is hereby accorded for **payment of remuneration to Mr. Harry D. Paghdar (DIN: 11096100)**, Executive Director of the Company, notwithstanding the fact that the Company has incurred losses / has inadequate profits during the financial year 2024 - 2025, with effect from 18<sup>th</sup> February, 2026 and for a period up to Three Years i.e 17<sup>th</sup> February, 2029, on the following terms and conditions:

Sr.no.	Particular	Details
1.	Salary	₹ 1,00,000/- (Rupees One Lakh only) per month, aggregating to ₹ 12,00,000/- (Rupees Twelve Lakh only) per annum.
2.	Perquisites & Allowances	The Executive Director shall be entitled to perquisites and allowances as per the policy of the Company, restricted to an amount so that the total remuneration does not exceed ₹12,00,000/- per annum.
3.	Overall Ceiling	The total remuneration, including salary, perquisites and allowances, shall not exceed ₹12,00,000/- per annum
4.	Minimum Remuneration (In case of Loss or Inadequate Profits)	Notwithstanding the loss incurred by the Company during the financial year 2024-25, the remuneration payable to Mr. Harry D. Paghdar shall be treated as minimum remuneration in accordance with Section 197 read with Schedule V (Part II) of the Companies Act, 2013, subject to approval of shareholders by way of Special Resolution.
5.	Disclosures as required under Regulation 36 of SEBI (LODR) Regulations, 2015.	Disclosures as required under Regulation 36 of SEBI (LODR) Regulations, 2015 have been made in Annexure - 1

**Regd. Office & Factory :** Survey no.102/2, Plot no. 2, At-Haripar, Kalavad - Ranuja Road, Tal. Kalavad, Dist - Jamnagar, Pin - 361013. Gujarat (India).

+91 75748 87085, E : Aksharspintex@gmail.com, W: Aksharspintex.in

**Administrative Office:** C-704, The Imperial Heights, 150 feet Ring Road, Opp. Big Bazaar, Rajkot, Gujarat 360005.



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**RESOLVED FURTHER THAT** in the event of absence or inadequacy of profits in any financial year during the tenure of **Mr. Harry D. Paghdar (DIN: 11096100)**, the remuneration as approved above shall be paid as **minimum remuneration** in accordance with Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** Mr. Harikrushna Samjibhai Chauhan, Chairman Cum Whole Time Director, be and is hereby authorised to do all such acts, deeds and things and to file necessary forms and returns with the Registrar of Companies and stock exchanges and to take all steps necessary to give effect to this resolution.”

**By order of the Board of Directors,  
AKSHAR SPINTEX LIMITED**



**HARIKRUSHNA S. CHAUHAN**  
Chairman cum Whole Time Director  
DIN: 07710106  
Place: Haripar (Jamnagar)  
Date: 19<sup>th</sup> January, 2026



# AKSHAR SPINTEX LIMITED

## NOTES:

1. In terms of the Ministry of Corporate Affairs, Government of India (the “MCA”) 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; General Circular No. 9/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 (the “MCA Circulars”), the Company will send Postal Ballot Notice by email to all its shareholders who have registered their email addresses with the Company/RTA or Depository/Depository Participants and the communication of assent/dissent of the members will only take place through the remote e - voting system. This Postal Ballot is accordingly being initiated in accordance with the MCA Circulars.
2. Hence, in accordance with the MCA Circulars, physical copies of Postal Ballot Notice along with Postal Ballot Forms and pre - paid business reply envelope are not being sent to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e - voting system only.
3. The relevant explanatory statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ('Act'), Secretarial Standard on General Meetings (“SS-2”), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the SEBI Listing Regulations”), as applicable, setting out the material facts and reasons, in respect of items of this postal ballot notice, is annexed herewith.
4. Brief profile and other additional information pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS - 2) issued by the Institute of Company Secretaries of India, in respect of the Director(s) seeking appointment are also annexed to the Notice.
5. The relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection by the members at the Registered Office and the copies thereof at the Corporate Office of the Company during normal business hours (between 11.00 A.M. to 5.00 P.M.) on all working days up to and including the date of declaration of the results of Postal Ballot. The relevant documents will be available for inspection electronically as well, during the abovementioned period. Members seeking to inspect such documents shall send an email to [cs@aksharspintex.in](mailto:cs@aksharspintex.in) mentioning their Name, Folio No./DP Id and Client ID and PAN.



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6. The Notice is being sent only through electronic mode to all the Members/Beneficiaries, whose names appear on the Register of Members/ Record of Depositories as on Friday, January 16, 2026 and who have registered their email addresses with the Company/RTA or Depository/Depository Participant, in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and the MCA Circulars. Voting Rights shall be reckoned on the paid - up value of shares registered in the name of the Member(s) as on that date and any person who is not a member as on that date should treat this Notice for information purposes only.
7. The Notice of Postal Ballot is also placed on the website of the Company i.e. [www.aksharspintex.in](http://www.aksharspintex.in) and the website of Bigshare Services Private Limited i.e. <https://ivote.bigshareonline.com> and at the relevant sections of the websites of the stock exchanges on which the shares of the Company are listed i.e. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).
8. In compliance with the provisions of Sections 108 and 110 of the Act, read with the Companies (Management and Administration) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the **SEBI Listing Regulations**”), the Company is pleased to offer E - voting facility to its Members, to enable them to cast their votes electronically. The Company has appointed Bigshare Services Private Limited i.e. <https://ivote.bigshareonline.com> for facilitating e - voting to enable the members to cast their votes electronically (hereinafter referred to as the “e - voting/remote e-voting”).
9. Pursuant to the provisions of Section 110, the MCA Circulars and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, assent or dissent of the Members in respect of the resolutions contained in this Notice dated **January 19, 2026** is being taken through remote e - voting only. Please note that pursuant to the MCA Circular voting by members can only be through e - voting.
10. There will be one e - vote for every Folio/Client ID irrespective of the number of joint holders.
11. The voting period begins on **Tuesday, January 20, 2026 from 09.00 A.M. (IST) and ends on Wednesday, 18 February, 2026 on 5:00 P.M. (IST)**. The e - voting module shall be disabled by Bigshare Services Private Limited for voting thereafter. During this period, members of the Company holding equity shares either in physical form or in dematerialized form, as on the cut - off date i.e. Friday, January 16, 2026 may cast their vote electronically.



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12. Voting Rights in the Postal Ballot cannot be exercised by a proxy.
13. The Board of Directors have appointed CS Dipali Vora (Certificate of Practice no. 21254), Proprietor of M/s D N VORA & ASSOCIATES, Company Secretaries, Mumbai as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer have communicated their willingness to be appointed for the said purpose.
14. The Scrutinizer will, after the conclusion of remote e - voting, scrutinize the votes cast through remote e - voting, submit his report to the Chairman or a person authorised by him, who shall countersign the same and declare results of the Postal Ballot/E - voting at the Corporate Office of the Company within two working days from the conclusion of remote e - voting and the same, along with the consolidated Scrutinizer's Report, will be placed on the website of the Company [www.aksharspintex.in](http://www.aksharspintex.in) and the website of Bigshare Services Private Limited <https://ivote.bigshareonline.com> immediately after the declaration of result by the Chairman and in his absence, any Director/officer of the Company authorised by the Chairman and the same will also be communicated to BSE Limited and the NSE Limited.
15. The Scrutinizer's decision on the validity of a E-voting will be final.
16. The Resolution(s) as mentioned in the notice shall be deemed to have been passed on Wednesday, February 18, 2026, being the last date for e - voting. The Company will also display the results of the Postal Ballot at its registered office and at the corporate office.
17. Members wishing to claim unclaimed dividends are requested to correspond with the Registrar to an Issue and Share Transfer Agent (RTA) of the Company i.e Bigshare Services Private Limited or the Company Secretary of the Company.
18. With a view to use natural resources responsibly, we request shareholders to update their contact details including e - mail address, mandates, nominations, power of attorney, Bank details covering name of the Bank and branch details, Bank account number, MICR code, IFSC code etc. with their depository participants and with RTA if shares are held in physical form to enable the Company to send all the communications electronically including Annual Report, Notices, Circulars, etc.



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19. 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 the PAN details 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/RTA.
20. SEBI vide its circular dated January 25, 2022, has mandated that the listed companies shall henceforth issue the securities in dematerialized form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, members who still hold shares in physical form are advised to dematerialize their holdings.
21. SEBI has launched its new Investor website at <https://investor.sebi.gov.in/>. The said website contains information on personal finance and investment useful for existing and new investors. It also includes videos prepared by MIIs related to securities market process education and awareness messages. The SEBI Investor website promotes confident and informed participation by investors in the securities market.



## E-VOTING INSTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

- i. The voting period begins on **Tuesday, 20<sup>th</sup> January, 2026** from **09.00 A.M. (IST)** and ends on **Wednesday, 18 February, 2026** on **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 **Friday, January 16, 2026** (record date) may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
  
- ii. 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.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



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## 1. Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"><li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is <a href="https://web.cDSLindia.com/myeasitoken/home/login">https://web.cDSLindia.com/myeasitoken/home/login</a> or visit CDSL website <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, 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 <a href="https://web.cDSLindia.com/myeasitoken/Registration/EasiRegistration">https://web.cDSLindia.com/myeasitoken/Registration/EasiRegistration</a></li><li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link <a href="https://evoting.cDSLindia.com/Evoting/EvotingLogin">https://evoting.cDSLindia.com/Evoting/EvotingLogin</a> 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 evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</li></ol>



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Individual Shareholders holding securities in demat mode with NSDL	<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.nsdl.com">https://eservices.nsdl.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 <b>BIGSHARE</b> and you will be re-directed to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li><li>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></li><li>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 <b>BIGSHARE</b> and you will be redirected to <b>i-Vote</b> website for casting your vote during the remote e-Voting period.</li><li>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 with all e-Voting Service Providers. Click on <b>BIGSHARE</b> and you will be re-directed to <b>i-vote (E-voting website)</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li></ol>
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**Regd. Office & Factory :** Survey no.102/2, Plot no. 2, At-Haripar, Kalavad - Ranuja Road, Tal. Kalavad, Dist - Jamnagar, Pin - 361013. Gujarat (India).

+91 75748 87085, E : [Aksharspintex@gmail.com](mailto:Aksharspintex@gmail.com), W: [Aksharspintex.in](http://Aksharspintex.in)

**Administrative Office:** C-704, The Imperial Heights, 150 feet Ring Road, Opp. Big Bazaar, Rajkot, Gujarat 360005.



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Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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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. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022- 48867000.



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## 2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser:  
<https://ivote.bigshareonline.com>
- Click on “LOGIN” button under the ‘INVESTOR LOGIN’ section to Login on E-Voting Platform.
- Please enter you ‘USER ID’ (User id description is given below) and ‘PASSWORD’ which is shared separately on you register email id.
  - Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
  - Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
  - Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

**Note** If you have not received any user id or password, please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on I AM NOT A ROBOT (CAPTCHA) option and login.

**NOTE:** If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘LOGIN’ under ‘INVESTOR LOGIN’ tab and then Click on ‘Forgot your password?’
- Enter “User ID” and “Registered email ID” Click on I AM NOT A ROBOT (CAPTCHA) option and click on ‘Reset’.  
*(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).*



### Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

### 3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

**NOTE:** If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

*(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).*



# AKSHAR SPINTEX LIMITED

## Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

### Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
  - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
  - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.  
**Note:** The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)
  - Your investor is now mapped and you can check the file status on display.

### Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

## Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at <a href="https://ivote.bigshareonline.com">https://ivote.bigshareonline.com</a> , under download section or you can email us to <a href="mailto:ivote@bigshareonline.com">ivote@bigshareonline.com</a> or call us at: 022-62638338

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# AKSHAR SPINTEX LIMITED

## STATEMENT IN PURSUANCE OF SECTION 102(1) OF THE COMPANIES ACT, 2013

### Item 1: To Approve Appointment of Mr. Bhavin Jayantibhai Kothiya as Non-Executive Independent Director of the Company:

Mr. Bhavin Jayantibhai Kothiya is Non-Executive Independent Director of the Company:

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), as an Independent Director of the Company with effect from 24<sup>th</sup> November, 2025 in terms of the provisions of Sections 149, 150, 152, and 161(1) of the Act.

The Company has received the declaration from Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649) to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

In the opinion of the Board, he fulfils the conditions as set out under Section 149(6) of the Act read with Schedule IV and Regulation 16(1)(b) of the Listing Regulations for being eligible for appointment as an Independent Director of the Company and is independent of the management of the Company. Further, Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), is not disqualified from being appointed as a director in terms of Section 164 of the Act and the Company has received from him all statutory disclosures / declarations including his consent to act as an Independent Director of the Company.

The Board, based on the recommendation of the Nomination and Remuneration Committee and considering his skills, integrity, expertise and experience, strongly believe that the association of Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), as an Independent Director would be beneficial to the Company and it is desirable to avail his services as an Independent Director of the Company. The Board considers that his continued association would be of immense benefit to the Company and it is desirable to avail services of Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649) as an Independent Director.



# AKSHAR SPINTEX LIMITED

The copy of draft letter for appointment of Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), as an Independent Director setting out the terms and conditions will be available for inspection by members at the Registered Office of the Company between 11.00 A.M. and 5.00 P.M. on any working day of the Company, till the last date of voting i.e. 18<sup>th</sup> February, 2026. Brief resume of Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), and other relevant details relating to his appointment as required under the Act, Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India are provided in Annexure - 1 to this Notice.

Except Mr. Bhavin Jayantibhai Kothiya (DIN: 11379649), being appointee, none of the other directors and Key Managerial Personnel of your Company or their relatives are concerned or interested, financial or otherwise, in the said resolution.

The Board recommends the resolution set forth for the approval of the members by way of Special Resolution.

**Item 2: RE-SEEKING APPROVAL FOR APPOINTMENT OF MR. HARRY PAGHDAR (DIN: 11096100) AS EXECUTIVE DIRECTOR:**

Mr. Harry Paghdar, aged 28 years, a results-driven and technically proficient B.Tech Engineering graduate with over 5 years of hands-on experience in the cotton industry. Demonstrated expertise in production operations, quality control, process optimization, and machinery maintenance within textile and cotton processing environments. Skilled in managing end-to-end operations, improving productivity and ensuring compliance with industry standards. Adept at working in high-pressure settings and collaborating with cross-functional teams to meet organizational goals and to leverage his technical background and industry experience to contribute to the efficiency, quality, and growth of a progressive organization in the textile or cotton sector. Therefore, Board and Nomination and Remuneration Committee believes that his appointment would strengthen the management team and contribute positively to the Company's growth and governance framework.



# AKSHAR SPINTEX LIMITED

It is further informed that, the shareholders of the Company, at the Annual General Meeting held on 25th August 2025, did not approve the appointment of Mr. Harry Pagdhar as Managing Director of the Company. Subsequent to the said AGM, the Board has re-evaluated the requirement of executive leadership, keeping in view the Company's operational needs, business plans, regulatory environment, and long-term strategic objectives. After due consideration, the Board is of the view that the appointment of Mr. Harry Pagdhar as Executive Director would be in the best interest of the Company.

In terms of Regulation 17(1C) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of Mr. Harry Pagdhar as Executive Director, shall be subject to the approval of shareholders by way of Special Resolution. Accordingly, the present resolution is being placed before the shareholders for their approval by way of special resolution. The appointment is proposed to be effective upon receipt of shareholders' approval.

The Board and Nomination and Remuneration recommend the Special Resolution set out in the accompanying Notice for approval of the members.

## **Interest of Directors / KMP**

Mr. Harry Dineshbhai Paghdar (DIN: 11096100), Executive Director, and Mrs. Illaben D. Paghdar (DIN: 07591339) his relative are interested in the resolution to the extent of remuneration payable. None of the other Directors, Key Managerial other than mentioned here are interested in the proposed resolution.

## **Item 3: RE-SEEKING APPROVAL FOR REMUNERATION OF MR. HARRY PAGHDAR (DIN: 11096100):**

On recommendation of Nomination and Remuneration Committee and subject to approval of shareholder it is recommended to pay total remuneration of ₹12,00,000/- per annum to Mr. Harry D. Paghdar (DIN: 11096100), Executive Director of the Company, including salary, perquisites and allowances, in accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company is engaged in the production, process, deal, export and import of cotton yarn, operating in a business environment that is highly sensitive to global market conditions. The Company's performance is influenced by international demand-supply dynamics, volatility in global cotton prices, foreign exchange fluctuations, geopolitical developments, trade policies and logistics disruptions.



# AKSHAR SPINTEX LIMITED

While the Company has earned profits in earlier financial years, the profitability during the recent period has been adversely impacted due to unfavourable global economic conditions, increase in freight and logistics costs, volatility in overseas markets and disruption in international trade flows and demand-supply imbalances in overseas markets. These factors are external in nature and beyond the control of the management.

Looking towards the above circumstances the Nomination and Remuneration committee and Board of Director were recommended to pass the Resolution under provision of 197 of the Companies Act read with Schedule V, so as to minimum remuneration can be paid to the Director in case of loss or inadequacy of profit up to his tenure.

Since the remuneration was earlier not approved by the shareholders, fresh approval is being sought by way of Special Resolution for payment of remuneration to managerial personnel in case of inadequacy of profits.

## Justification for Remuneration despite Inadequate Profits

The proposed remuneration is considered reasonable, justified and commensurate with the duties and responsibilities entrusted to the Director. Considering the cyclical and globally sensitive nature of the cotton yarn business, the Board believes that strong and experienced executive leadership is essential for navigating market volatility and ensuring business continuity.

Mr. Harry Pagdhar, as Executive Director, plays a key role in Managing international trade relationships,

Overseeing pricing, procurement and export execution, mitigating risks arising from global market fluctuation. Accordingly, the proposed remuneration is justified and considered reasonable, necessary and in the interest of the Company, notwithstanding the inadequacy of profits.

In terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remuneration requires approval of shareholders. Since the remuneration was earlier not approved by the shareholders, fresh approval is being sought.

The remuneration, if approved, shall be payable as minimum remuneration, notwithstanding the inadequacy of profits, with effect from 18<sup>th</sup> February, 2026 for the three Years stated in the accompanying resolution.

The Board of Directors and Nomination and Remuneration Committee recommends the Special Resolution for approval of the Members.



# AKSHAR SPINTEX LIMITED

## Expected Improvement

The Board is confident that with stabilisation of global markets and continued strategic oversight, the Company's financial performance is expected to improve in the medium to long term.

## No Default Confirmation

The Company has not committed any default in repayment of its debts, including public deposits, debentures or interest payable thereon.

## Interest of Directors / KMP

Mr. Harry Dineshbhai Paghdar (DIN: 11096100), Executive Director, and Mrs. Illaben D. Paghdar (DIN: 07591339) his relative are interested in the resolution to the extent of remuneration payable. None of the other Directors, Key Managerial other than mentioned here are interested in the proposed resolution.

**A STATEMENT ALONG THIS NOTICE REFERRED TO IN CLAUSE (III) IS GIVEN TO THE SHAREHOLDERS CONTAINING THE FOLLOWING INFORMATION, NAMELY: -**

I. General information:		
(1)	Nature of industry	Company is engaged in the business of manufacturing, trading, export and import of cotton yarn products. The Company operates in the spinning industry, catering to both domestic and international markets.
(2)	Date or expected date of commencement of commercial production	The Company has already commenced its commercial operations pursuant to its incorporation and continues to carry on its business activities on a going-concern basis.

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(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable, as the Company is not a new company and no project financed by financial institutions was approved through a prospectus.
(4)	Financial performance based on given indicators	The financial performance of the Company over the preceding years has been impacted due to volatility in global cotton prices, fluctuating foreign exchange rates, geopolitical developments, and subdued demand in international markets. However, the Company has earned profits in earlier financial years and the management is taking continuous steps to improve operational efficiency, expand market reach, and enhance profitability.
(5)	Foreign investments or collaborations, if any.	The Company does not have any foreign collaboration or direct foreign investment as on date.
II. Information about the appointee:		

(1)	Background details	<b>Mr. Harry Paghdar</b> , aged 28 years, a results-driven and technically proficient B.Tech Engineering graduate with over 5 years of hands-on experience in the cotton industry. Demonstrated expertise in production operations, quality control, process optimization, and machinery maintenance within textile and cotton processing environments. Skilled in managing end-to-end operations, improving productivity, and ensuring compliance with industry standards. Adept at working in high-pressure settings and collaborating with cross-functional teams to meet organizational goals and to leverage my technical background and industry experience to contribute to the efficiency, quality, and growth of a progressive organization in the textile or cotton sector.
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(2)	Past remuneration	53000/- (Rupees Fifty-Three Thousand) per month
(3)	Recognition or awards	<p>Mr. Harry Pagdhar has not received any formal national or international awards or recognitions. However, he is widely recognized within the organization and by business associates for his consistent performance, operational leadership, and contribution to business development.</p> <p>Mr. Harry Pagdhar's experience and proven capabilities constitute sufficient merit for his proposed appointment as Executive Director</p>
(4)	Job profile and his suitability	Mr. Harry Pagdhar, as Executive Director, plays a key role in Managing international trade relationships, overseeing pricing, procurement and export execution, mitigating risks arising from global market fluctuation
(5)	Remuneration proposed	₹ 1,00,000/- (Rupees One Lakh only) per month, aggregating to ₹ 12,00,000/- (Rupees Twelve Lakh only) per annum.
(6)	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration proposed to be paid to is commensurate with the experience, qualification and responsibilities entrusted to him by the Board and as prevailing in the local industry.
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel [or other director], if any.	Relationship with Executive director- Mrs. Illaben D. Pagdhar. Other than her no relationship with other Directors, Manager and Key Managerial Personal

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# AKSHAR SPINTEX LIMITED

### III. Other information:

(1)	Reasons of loss or inadequate profits	The Company is engaged in the production, process, deal, export and import of cotton yarn, operating in a business environment that is highly sensitive to global market conditions. The Company's performance is influenced by international demand-supply dynamics, volatility in global cotton prices, foreign exchange fluctuations, geopolitical developments, trade policies and logistics disruptions.
(2)	Steps taken or proposed to be taken for improvement	Company has undertaken and proposed several measures to improve its operational and financial performance, including rationalisation of costs through optimisation of power and raw material procurement and diversification of product mix with higher-margin cotton yarn and value-added products, strengthening of export marketing by expanding customer base and exploring new geographies, tighter working capital management through improved inventory control and faster receivable cycles, and renegotiation/restructuring of borrowings to reduce finance costs. The management is also focusing on improving capacity utilisation, enhancing quality standards to reduce rejections and wastage, and implementing stricter internal controls and periodic performance reviews to ensure sustainable profitability going forward.

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(3)	Expected increase in productivity and profits in measurable terms	The management remains focused on stabilizing operations, improving efficiencies, reducing costs where possible and exploring opportunities to enhance revenue and profitability in a sustainable manner. However, it is difficult at this stage to quantify the benefits of the measures taken/ to be taken by the company to improve the overall performance
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**By order of the Board of Directors,  
AKSHAR SPINTEX LIMITED**



**HARIKRUSHNA S. CHAUHAN**  
Chairman cum Whole Time Director  
DIN: 07710106  
Place: Haripar (Jamnagar)  
Date: 19<sup>th</sup> January, 2026



# AKSHAR SPINTEX LIMITED

## Annexure-1

Information of directors seeking appointment/re-appointment at the ensuing annual general meeting of the company as per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard - 2:

Sr. No	Particulars	Information	
01	Name of Director	Bhavin Jayantibhai Kothiya	Harry Dineshbhai Paghdar
02	Director Identification Number	11379649	11096100
03	Category of Directorship	Additional Non-Executive Independent Director	Executive director
04	Date of Birth/Age	22/09/1996 - 29 Years	23/09/1997 -28 Years
05	Date of First Appointment	24 <sup>th</sup> November, 2025	He will be appointed as a director after taking approval of Share Holders
06	Brief Resume, qualification, experience of Director	Mr. Bhavin Jayantibhai Kothiya, Experienced and detail-oriented professional with a B.Sc degree bringing over 4 years of experience as Quality Inspector in the Pharmaceutical Company. Adept at using technology to streamline processes and support decision-making. Strong understanding of market dynamics, quality assessment, and supply chain coordination.	Mr. Harry Paghdar, aged 28 years, a results-driven and technically proficient B.Tech Engineering graduate with over 5 years of hands-on experience in the cotton industry. Demonstrated expertise in production operations, quality control, process optimization, and machinery maintenance within textile and cotton processing environments. Skilled in managing end-to-end operations, improving productivity, and ensuring compliance with industry standards. Adept at working in high-pressure settings and collaborating with cross-functional teams to meet organizational goals and to leverage my technical background and industry experience to contribute to the efficiency, quality, and growth of a progressive

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			organization in the textile or cotton sector
07	Disclosure of relationships between Directors interse	No relationship with other Director, Manager and Key Managerial Personnel.	Relationship with Executive director- Mrs. Illaben D. Paghdar. Other than her no relationship with other Directors, Manager and Key Managerial Personal
08	Names of listed entities in which the person also holds the Directorship	He does not hold directorship in any Listed Company.	He does not hold directorship in any Listed Company.
09	Chairman/ Member of the Committees of the Board of Directors of the Company. #	Member in 1 Committee and chairman in 0 committee	Nil
10	The membership of Committees of the board	1. Nomination and Remuneration Committee- member.	Nil
11	Disclosure of Disqualification	He is not disqualified from being appointed as a director	He is not disqualified from being appointed as a director
12	No. of Shares held in the Company	Nil	150 shares

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13	Terms and conditions for appointment/reappointment	Independent Director (Non-Executive), not liable to retire by rotation	Executive Director, liable to retire by rotation Substantial Terms and Conditions of Appointment are as under;  <ol style="list-style-type: none"><li>1) Tenure of this remuneration shall be Three years with effect from date of appointment by the shareholder.</li><li>2) Mr Harry D. Paghdar- as executive Director of the Company shall liable to retire by rotation. The Executive Director shall be entitled to perquisites and allowances as per the policy of the Company, restricted to an amount so that the total remuneration does not exceed ₹12,00,000/- per annum.</li><li>3) Proposed remuneration is payable to the Executive Director subject to approval of Shareholder and shall be paid as minimum remuneration of Rs. 12,00,000/- (Rupees Twelve Lacs Only) per annum.</li></ol>
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# AKSHAR SPINTEX LIMITED

			annum in accordance with Schedule V of the Companies Act, 2013
			<p>4) The appointment shall be governed by Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable provisions and pursuant to Provision of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and rules made thereunder</p> <p>The separation from this engagement could be affected by either side giving One months' notice</p>
14	Proposed Remuneration	Not applicable	Rs. 12,00,000/- (Rupees Twelve Lacs) per annum
15	Remunerations drawn	Last	Not Applicable  As a director - Nil  As employee of the Company - Rs.6,36,000/- (Rupees Six lakh Thirty-Six Thousand) per annum
16	Number of Board Meetings attended during the year	NA	NA

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17	Justification for choosing the Independent Director	<p>Mr. Bhavin Jayantibhai Kothiya is an experienced and detail-oriented professional holding a Bachelor of Science (B.Sc.) degree, with over four years of hands-on experience as a Quality Inspector in a reputed pharmaceutical company. His professional background has equipped him with a strong understanding of quality control systems, regulatory compliance, process discipline, documentation standards, and risk-based monitoring, which are critical for sound corporate governance.</p> <p>His appointment as an Independent Director is expected to strengthen the Company's governance structure and align Board functioning with best industry practices and regulatory expectations.</p>	Not Applicable
18	Listed Entities from which the Director has resigned in past 3 years	Nil	NIL

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19	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/ CML/2018/24, both dated 20th June, 2018.	Mr Bhavin Jayantibhai Kothiya is not debarred from holding the office of director by virtue of any SEBI order or any such authority	Mr. Harry Paghdar is not debarred from holding the office of director by virtue of any SEBI order or any such authority
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By order of the Board of Directors,  
AKSHAR SPINTEX LIMITED



**HARIKRUSHNA S. CHAUHAN**  
Chairman cum Whole Time Director  
DIN: 07710106

Place: Haripar (Jamnagar)  
Date: 19<sup>th</sup> January, 2026