



Ref No: AWL/SECT/2024-25/90

23<sup>rd</sup> January 2025

**BSE Limited**  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai – 400 001  
Scrip Code: 543458

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051  
Scrip Code: AWL

**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – Notice of Postal Ballot**

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, please find attached herewith a copy of the Postal Ballot Notice, dated 15<sup>th</sup> January 2025, along with the Explanatory Statement ("**Postal Ballot Notice**"), dispatched today, for seeking the approval of the shareholders of Adani Wilmar Limited ("**the Company**") on the following items of Special Business:

1) Change in name of the Company from Adani Wilmar Limited to AWL Agri Business Limited (**Special Resolution**)

The schedule of events for the Postal Ballot is as given under:

<b>Cut-off date (for dispatch and e-voting)</b>	Friday, 17 <sup>th</sup> January, 2025
<b>Completion date of sending of Postal Ballot Notice through e-mail</b>	Thursday, 23 <sup>rd</sup> January, 2025
<b>E-voting start date/time</b>	Saturday, 25 <sup>th</sup> January, 2025 (9:00 a.m. IST)
<b>E-voting end date/time</b>	Sunday, 23 <sup>rd</sup> February, 2025 (5:00 p.m. IST)

The Postal Ballot Notice along with e-voting instructions has been made available on the website of the Company at [www.adaniwilmar.com](http://www.adaniwilmar.com).

Kindly take the same on records.

Thanking You,  
Yours faithfully,  
**For Adani Wilmar Limited**

**Darshil Lakhia**  
**Company Secretary**  
**Memb. No: A20217**

Adani Wilmar Ltd.  
Fortune House  
Nr. Navrangpura Railway Crossing  
Ahmedabad – 380 009  
Gujarat, India  
CIN: L15146GJ1999PLC035320

Tel +91 79 2645 5650  
Fax +91 79 2645 5621  
info@adaniwilmar.in  
www.adaniwilmar.com

Registered Office: Fortune House, Nr. Navrangpura Railway Crossing, Ahmedabad 380 009, Gujarat, India



### ADANI WILMAR LIMITED

**Registered office:** "Fortune House", Near Navrangpura Railway Crossing,  
Ahmedabad – 380 009, Gujarat (India).

**Phone No.:** +91-79-26455650 **Fax No.:** +91-79-26455621

**CIN:** L15146GJ1999PLC035320 **Website:** [www.adaniwilmar.com](http://www.adaniwilmar.com)

**Email:** [investor.relations@adaniwilmar.in](mailto:investor.relations@adaniwilmar.in)

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### NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013, (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]]

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Dear Members,

Notice is hereby given to the Members ("**the Members or the Shareholders**") that pursuant to the provisions of Section 110 and all other applicable provisions, if any, of the Act, read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("**Rules**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), General Circular Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 22/2020 dated 15<sup>th</sup> June, 2020, 33/2020 dated 28<sup>th</sup> September, 2020, 39/2020 dated 31<sup>st</sup> December, 2020, 10/2021 dated 23<sup>rd</sup> June, 2021, 20/2021 dated 8<sup>th</sup> December, 2021, 3/2022 dated 5<sup>th</sup> May, 2022, 11/2022 dated 28<sup>th</sup> December, 2022, 9/2023 dated 25<sup>th</sup> September, 2023 and 9/2024 dated 19<sup>th</sup> September, 2024, issued by the Ministry of Corporate Affairs, Government of India ("**MCA Circulars**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the resolution set out below is proposed to be passed by the Members of **Adani Wilmar Limited (the "Company")** by means of Postal Ballot, only by way of remote e-voting ("**e-voting**") process.

The proposed resolution and the Explanatory Statement pursuant to Section 102(1), 110 of the Act and any other applicable provisions of the Act, read with Rules framed thereunder, setting out the material facts and reasons thereof concerning the resolutions mentioned in this Postal Ballot Notice ("**Notice**") are annexed hereto.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and Section 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to this Notice.

Pursuant to Rule 22(5) of the Rules, the Board of Directors through resolution passed by circulation on 15<sup>th</sup> January, 2025, has appointed CS Chirag Shah, (Membership No. FCS: 5545; CP No.: 3498) or failing him CS Raimeen Maradiya (Membership No. FCS 11283, CP No.: 17554) Partner of M/s. Chirag Shah and Associates, Practising Company Secretaries as the Scrutinizer for conducting the postal ballot (e-voting process) in a fair and transparent manner.

Members are requested to carefully read the instructions mentioned under the head 'Information and Instructions for e-voting' in this Notice and record their assent ("**FOR**") or dissent ("**AGAINST**") on the proposed resolutions through the e-voting process not later than 5:00 p.m. (IST) on



Sunday, February 23, 2025, failing which it will be considered that no reply has been received from the Member.

The Company has engaged the services of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) (hereinafter referred to as “MIPL” or “Service Provider”) for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching postal ballot forms. In accordance with the MCA Circulars, the Company has made necessary arrangements with MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), Registrar and Share Transfer Agent (“RTA”) to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Notice. The postal ballot results will be submitted within 2 working days from conclusion of the e-voting period to the stock exchanges in accordance with the SEBI Listing Regulations.

The Scrutinizer will submit the results of the e-voting to the Chairman of the Company or Company Secretary or any other authorized officer(s) of the Company after completion of the scrutiny of the e-voting. The results of the Postal Ballot along with the Scrutinizer’s Report will also be displayed on the website of the Company at <https://www.adaniwilmar.com>, on the website of RTA and the same shall also be displayed at the Registered Office of the Company while simultaneously being communicated to National Stock Exchange of India Limited (“NSE”) and BSE Limited (“BSE”) where the equity shares of the Company are listed.

The proposed resolution, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Members by means of Postal Ballot, i.e. **Sunday February 23, 2025**.

#### **SPECIAL BUSINESS:**

##### **1. Change in the name of the Company from “Adani Wilmar Limited” to “AWL Agri Business Limited”.**

To consider and if thought fit, approve the change in the name of the Company from “Adani Wilmar Limited” to “AWL Agri Business Limited” or such other names as may be approved by the Authority and to pass with or without modification(s), the following resolution as a **Special Resolution**: -

**“RESOLVED THAT** pursuant to the provisions of Sections 4, 5, 13, 14 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and any other applicable law(s), rule(s), regulation(s), guideline(s), the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to approval of the Central Registration Centre, Registrar of Companies and/ or any other statutory authority (“**the Authority**”) as may be necessary, approval of the members of the Company be and is hereby accorded for change of name of the Company from “Adani Wilmar Limited” to “AWL Agri Business Limited” or such other name as may be approved by the Authority.”

**“RESOLVED FURTHER THAT** subject to the approval and upon issuance of fresh certificate of incorporation by the Central Registration Centre, Registrar of Companies and / or any other



statutory authority, the name clause being clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

The name of the Company is AWL Agri Business Limited.

**“RESOLVED FURTHER THAT** upon issuance of fresh certificate of incorporation by the Authority consequent upon change of name of the Company, the old name “Adani Wilmar Limited” wherever appearing in the Memorandum of Association and Articles of Association of the Company and other documents and places be substituted with the new name as “AWL Agri Business Limited” or such other name as may be approved by the Authority.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally and/ or jointly authorised to sign, execute and file necessary applications, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalise all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to the foregoing resolutions and to further authorise and delegate all or any of the powers conferred herein in any manner as they may deem fit”.

**By order of the Board  
For, Adani Wilmar Limited**

**Sd/-  
Darshil Lakhia  
Company Secretary  
M. No: ACS 20217**

**Registered Office:**

“Fortune House”  
Near Navrangpura Railway Crossing,  
Ahmedabad – 380009  
Gujarat, India  
CIN – L15146GJ1999PLC035320  
**E-mail:** [investor.relations@adaniwilmar.in](mailto:investor.relations@adaniwilmar.in)  
**Website :** [www.adaniwilmar.com](http://www.adaniwilmar.com)

**Place:** Ahmedabad

**Date:** January 15, 2025.

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 read with Section 110 and other applicable provisions, if any of the Act read with the rules framed thereunder concerning the resolutions as set out in the postal ballot notice is annexed hereto and forms part of this Notice.

2. In terms of Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, the business set out in the notice above is sought to be passed by postal ballot.
3. In accordance with the MCA Circulars and the SEBI Listing Regulations, the Company is sending the Notice in electronic form only by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories viz., National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on **Friday, January 17, 2025** (the "**Cut-Off Date**") and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the RTA, in accordance with the provisions of the Act read with the rules framed thereunder and the framework provided under the MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a Member as on the Cut-Off Date or who becomes a Member of the Company after the Cut-Off Date should treat this Notice for information purposes only.
4. In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only.
5. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and SS -2 issued by the Institute of Company Secretaries of India on General Meeting, the Company is offering e-voting facility to enable the Members to cast their votes electronically. The instructions for e-voting are provided as part of this Notice.
6. In light of the MCA Circulars, Members who have not registered their e-mail addresses and in consequence the e-voting notice could not be serviced, may temporarily get their e-mail address registered with the Company's RTA, MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), by clicking the link: [https://linkintime.co.in/emailreg/email\\_register.html](https://linkintime.co.in/emailreg/email_register.html).  
  
Post successful registration of the e-mail, the Member would get soft copy of the notice and the procedure for e-voting along with the User ID and Password to enable e-voting for this Postal Ballot. In case of any queries, Member may write to [rnt.helpdesk@linkintime.co.in](mailto:rnt.helpdesk@linkintime.co.in).
7. It is clarified that for permanent registration of e-mail address, the Members are however requested to register their e-mail address, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with the Company's RTA to enable servicing of notices, etc. electronically to their e-mail address.
8. The e-voting rights of the Shareholders / beneficiary owners shall be reckoned on the shares held by them as on **Friday, January 17, 2025** being the Cut-Off date for the purpose. The shareholders of the Company holding shares either in dematerialised or in physical form, as on the Cut-Off date, can cast their vote electronically.

9. The voting rights for the equity shares of the Company are one vote per equity share, registered in the name of the Member. The voting rights of the Members shall be in proportion to the percentage of paid-up share capital of the Company held by them. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.
10. A Member cannot exercise his / her vote through proxy on postal ballot. However, corporate and institutional Members shall be entitled to vote through their authorised representatives. Corporate and institutional Members (are required to send scanned certified true copy (PDF Format) of the board resolution / authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer by e-mail to [pcschirag@gmail.com](mailto:pcschirag@gmail.com) with a copy marked to [raimeen.maradiya@gmail.com](mailto:raimeen.maradiya@gmail.com).
11. Once the vote is cast, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
12. Postal Ballot (e-voting) period commences from **Saturday, January 25, 2025 (9.00 a.m. IST) and ends on Sunday, February 23, 2025 (5.00 p.m. IST)**. At the end of the e-voting period, the facility shall forthwith be blocked and e-voting shall not be allowed beyond the said date and time.
13. The proposed resolutions, if approved, by requisite majority, shall be deemed to have been passed on the last date of e-voting, which would be **Sunday, February 23, 2025**. The resolution passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.
14. This Notice shall also be available on the website of the Company at [www.adaniwilmar.com](http://www.adaniwilmar.com), websites of the stock exchanges where the equity shares of the Company are listed, i.e. National Stock Exchange of India Limited and BSE Limited at [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com) respectively, and on the website of RTA at [www.linkintime.co.in](http://www.linkintime.co.in).
15. All the documents referred to in the explanatory statement will be available for inspection electronically until the last date for receipt of votes through the e-voting process. Members seeking to inspect such documents can send an email to [investor\\_relations@adaniwilmar.in](mailto:investor_relations@adaniwilmar.in)

**General information and instructions relating to e-voting:**

- (i) The voting period begins on **Saturday, January 25, 2025 (9.00 a.m. IST) and ends on Sunday, February 23, 2025 (5.00 p.m. IST)**. During this period, the shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) viz., **Friday, January 17, 2025** may cast their votes electronically in the manner and process set out hereinabove. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 and under Regulation 44 of the SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders'



resolution. Individual shareholders holding securities in demat mode are allowed to vote through their demat account(s) maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and E-mail ID in their demat accounts in order to access e-voting facility.

- (iii) 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.
- (iv) 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.

#### **THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E- VOTING ARE AS UNDER:**

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

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

#### **Individual Shareholders holding securities in demat mode with NSDL**

##### **METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility**

##### **Shareholders who have registered for NSDL IDeAS facility:**

- a) Visit URL: <https://eservices.nsd.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter User ID and Password. Click on "Login". 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.
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

##### **Shareholders who have not registered for NSDL IDeAS facility:**

- a) To register, visit URL: <https://eservices.nsd.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.



- d) After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### **METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL**

- a) Visit URL: <https://www.evoting.nsd.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### **Individual Shareholders holding securities in demat mode with CDSL**

#### **METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility**

##### **Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

##### **Shareholders who have not registered for CDSL Easi/ Easiest facility:**

- a) To register, visit URL:  
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>  
[/https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration](https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration)
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### **METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL**

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.



### **Individual Shareholders holding securities in demat mode with Depository Participant**

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

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

### **Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode is given below:**

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

1. Visit URL: <https://instavote.linkintime.co.in>

2. Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details:

#### **A. User ID:**

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable).

#### **C. DOB/DOI:**

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format).

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*\*Shareholders holding shares in NSDL form, shall provide 'D' above*

*\*\*Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

- Set the password of your choice. (The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
- Enter Image Verification (CAPTCHA) Code.
  - Click "Submit" (You have now registered on InstaVote).
- 3. Click on "Login" under 'SHARE HOLDER' tab.
- 4. Enter your USER ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'.

### **Cast your vote electronically:**



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

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

#### **STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on "**Sign Up**" under "Custodian / Corporate Body/ Mutual Fund"
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

#### **STEP 2 – Investor Mapping**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials which are received in Step 1 above.
- b) Click on "Investor Mapping" tab under the Menu Section
- c) Map the Investor with the following details:
  - A. '**Investor ID**' –
    - i. **NSDL demat account** – User ID is 8 Character DP ID followed by 8 Digit Client ID *i.e.*, *IN00000012345678*
    - ii. **CDSL demat account** – User ID is 16 Digit Beneficiary ID.
  - B. '**Investor's Name**' - Enter Investor's Name as updated with DP.
  - C. '**Investor PAN**' - Enter your 10-digit PAN.
  - D. '**Power of Attorney**' - Attach Board resolution or Power of Attorney. File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.

E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

#### **STEP 3 – Voting through remote e-voting**

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

#### **METHOD 1 - VOTES ENTRY**

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.



Event No. can be viewed on the home page of InstaVote under "On-going Events".

- d) Enter "16-digit Demat Account No." for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**OR**

**METHOD 2 - VOTES UPLOAD**

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

**Helpdesk:**

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

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

**Individual Shareholders holding securities in demat mode:**

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

<b>Login type</b>	<b>Helpdesk details</b>
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.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending 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

**Forgot Password:**

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

If an individual shareholder holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the shareholder can use the "Forgot Password" option available on:

<https://instavote.linkintime.co.in>

- Click on "**Login**" under 'SHARE HOLDER' tab and Click "**forgot password?**"



- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

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

User ID: for Shareholders holding shares in Physical Form (i.e. Share Certificate): User ID is Event No + Folio Number registered with the Company.

User ID: for Shareholders holding shares in NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

User ID: for Shareholders holding shares in CDSL demat account – User ID is 16 Digit Beneficiary ID.

#### **Institutional Shareholders ("Corporate Body/Custodian/Mutual Fund") has forgotten the password:**

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on:

<https://instavote.linkintime.co.in>

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

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

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

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

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



**Contact Details:**

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<b>Company</b>	:	Mr. Darshil Lakhia Company Secretary and Compliance Officer Adani Wilmar Limited Regd. Office: " Fortune House, Near Navrangpura Railway Crossing, Ahmedabad- 380 009. Gujarat, India CIN: L15146GJ1999PLC035320 E-mail: darshil.lakhia@adaniwilmar.in
<b>Registrar and Transfer Agent</b>	:	M/s. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) C-101, 247 Park,L. B. S. Marg, Vikhroli (West), Mumbai 400083. Contact Person: Mr. Jayprakash VP Email: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>
<b>e-Voting Agency</b>	:	M/s. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) C-101, 247 Park,L. B. S. Marg, Vikhroli (West), Mumbai 400083. Contact Person: Mr. Jayprakash VP Email: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>
<b>Scrutinizer</b>	:	CS Chirag Shah or failing him CS Raimeen Maradiya Practising Company Secretaries, Chirag Shah and Associates E-mail: <a href="mailto:pcschirag@gmail.com">pcschirag@gmail.com</a> ; <a href="mailto:raimeen.maradiya@gmail.com">raimeen.maradiya@gmail.com</a>

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**ANNEXURE TO NOTICE**  
**Explanatory Statement under Section 102 of the Companies Act, 2013**

In terms of the provisions of Section 102 of the Companies Act, 2013 (“**the Act**”), Secretarial Standard on General Meetings (“**SS-2**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), the following statement sets out the material facts relating to Agenda item as set out in this Notice.

**Item No 1:**

**Change in the name of the Company from “Adani Wilmar Limited” to “AWL Agri Business Limited”.**

Members may note that the Company was incorporated on 22<sup>nd</sup> January 1999 as an equal joint venture between Adani group, India and Wilmar group, Singapore. The Company is one of the leading Food FMCG companies in India to offer most of the kitchen essential products for Indian consumers, including edible oil, wheat flour, rice, pulses and sugar. The Company’s products are offered under a diverse range of brands across a broad price spectrum and cater to different customer groups. The Company also has a sizable share in castor oil & its derivatives as well as oleo chemicals which are being sold under B2B segment. The Company’s flagship brand “**Fortune**” is India’s No. 1 edible oil brand. In the financial year 2024, AWL’s edible oils product segment held ~19% market share. It is also one of the fastest growing packaged foods companies in India.

Adani group is holding its investment in the Company through Adani Commodities LLP (which is a 100% owned by Adani Enterprises Limited) and Wilmar group through Lence Pte. Ltd. (which is a 100% subsidiary of Wilmar International Limited, Singapore). On December 30 2024, Adani Commodities LLP (ACL), Lence Pte Ltd. (LPL) and Adani Enterprises Limited (AEL) have entered into an agreement for interse transfer of upto 403,739,517 equity shares constituting 31.06% of the paid-up equity share capital of the Company. Post completion of the transaction, the Company will cease to be a joint venture of ACL.

As a part of its strategic transition, the Company proposes to change its name from Adani Wilmar Limited to AWL Agri Business Limited. The name change aligns with the proposed exit of the Adani Group from the joint venture structure, marking the Company’s shift to a new phase of operations. As the Company expands its portfolio beyond edible oils into a broader spectrum of consumer goods and businesses, the new name reflects its diversified offerings and market reach. The abbreviation “AWL” retains a connection to the original name, maintaining brand equity while supporting the Company’s evolving goals. The name change symbolizes the Company’s broader vision, emphasizing growth and transformation in the Food FMCG sector. It also signifies a significant milestone in the Company’s journey, showcasing its commitment to innovation and market leadership. The proposed name is consistent with the Company’s brand, shall enhance its brand value and depicts the Company’s over-arching expertise in various facets of agri business and Food FMCG sector. The Company has not changed its name in the last one year and the suggested name is in compliance with the guidelines and circulars issued by Securities and Exchange Board of India (SEBI) from time to time.

The Board of the Company at its meeting held on 30<sup>th</sup> December, 2024 subject to the approval of the Shareholders of the Company by way of special resolution and approvals of statutory, regulatory or governmental authorities as may be required under applicable laws, approved the change in name of the Company from “Adani Wilmar Limited” to “AWL Agri Business Limited” along with the



consequential amendments required to be made in the Memorandum of Association and Articles of Association of the Company.

Members of the Company are hereby further informed that the Company had made application for reservation of name to Central Registration Centre ("CRC"), Ministry of Corporate Affairs, which has been approved by CRC vide its letter dated January 9, 2025 and it has been confirmed that the new name i.e. "AWL Agri Business Limited" is available for registration.

As per the provisions of Section 13 and 14 of the Companies Act, 2013, approval of the shareholders is required for changing the name of the Company and consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution.

Therefore, the Board recommends the resolution as set out at Item No. 1 of this notice for your approval as a special resolution. The proposed change of name will not affect any of the rights of the Company or of the shareholders/ stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

Certificate obtained from M/s Dharmesh Parikh & Co. LLP Chartered Accountants, Ahmedabad (Firm registration number 112054W/W100725 dated January 16, 2025 in terms of Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") stating compliance of conditions as provided under Regulation 45(1) of SEBI Listing Regulations is annexed hereto and forms part of this notice and explanatory statement thereon.

The Board believes that the change in the name of the Company, which is being undertaken as part of strategic transition, would make the name of the Company, simple, sharp, focused and more relatable to the activities of the Company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the aforesaid resolution, except to the extent of their shareholding, if any.

**By order of the Board  
For, Adani Wilmar Limited**

**Sd/-  
Darshil Lakhia  
Company Secretary  
M. No: ACS 20217**

**Registered Office:**

"Fortune House"  
Near Navrangpura Railway Crossing,  
Ahmedabad – 380009  
Gujarat, India

CIN – L15146GJ1999PLC035320

**E-mail:** [investor.relations@adaniwilmar.in](mailto:investor.relations@adaniwilmar.in)

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

**Place:** Ahmedabad

**Date:** January 15, 2025

To,

The Board of Directors  
**Adani Wilmar Limited** ("The Company")  
Fortune House,  
Near Navrangpura Railway Crossing  
Ahmedabad 380009.

**CERTIFICATE UNDER REGULATION 45 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

With reference to the application for change in the name of the Company from **Adani Wilmar Limited to AWL Agri Business Limited**, we have examined the relevant records of the Company and information provided by the management of the Company in relation to issuance of certificate for compliance with the conditions mentioned under sub regulation (1) of Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

On the basis of review of necessary documents, records and available information as on the date of the certificate and explanation provided to us by Adani Wilmar Limited (CIN: L15146GJ1999PLC035320), having registered office at Fortune House, Near Navrangpura Railway Crossing, Ahmedabad 380009, we certify the following in terms of Regulation 45(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- a) The Company was incorporated on 22<sup>nd</sup> January 1999 and ever since there has been no change in the name of the Company. In view of the same, complying with the condition of a time period of at least one year elapsed from the last name change does not arise.
- b) The condition of at least fifty per cent of the total revenue in the preceding one-year period to be accounted for by the new activity suggested by the new name is not applicable as there is no change in the activity suggested by the new name.
- c) Since there is no new activity/ project, the condition of investment amount of at least fifty percent of the assets in the new activity/ project is not applicable.

This certificate is issued as per the requirements of Regulation 45(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.





This is to certify that the above-mentioned information is true to the best of my knowledge and belief, according to the books and documents/ records produced before us for verification and relied upon and on the request of the management of the Company for onward submission.

Place: Ahmedabad  
Date: 16.01.2025



For, **Dharmesh Parikh & Co LLP**  
Chartered Accountants  
FRN.: 112054W/W100725

*Chirag Shah*

(CA. CHIRAG SHAH)  
Partner  
Membership No. 122510  
**UDIN: 25122510BMGHAR2102**