



IS/ISO 9001 - 2000

APM INDUSTRIES LIMITED

910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019
Phone : (011) 26441015-17 Fax : (011) 26441018
E-mail : delhi@apmindustries.co.in
CIN No. : **L21015RJ1973PLC015819**
Website : www.apmindustries.co.in

December 20, 2024

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Ref: Scrip Code 523537

Sub: Submission of Notice of Postal Ballot

Dear Sirs,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a copy of the Notice of Postal Ballot dated December 18, 2024 along with the explanatory statement thereto (including instructions for e-voting), being sent to the Members of the Company today i.e. December 20, 2024, to obtain their approval for the matter set out in the Notice of Postal Ballot by way of remote e-voting.

In compliance with the provisions of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs, this Notice will be sent only through electronic mode to those Members whose names appear in the Register of Members or List of Beneficiaries received from the depositories and whose email ID is registered with the Company/Registrar and Share Transfer Agent/Depository Participants/Depositories as on Friday, December 13, 2024 ("Cut-off Date"). Accordingly, a physical copy of the Notice is not being sent to the Members for this Postal Ballot

The Company has engaged the services of National Securities Depository Limited, for providing remote e-voting facility to all its Members. The remote e-voting period commences on Tuesday, December 24, 2024 at 09:00 a.m. (IST) and ends on Wednesday, January 22, 2025 at 05:00 p.m. (IST) (both days inclusive).

A copy of Postal Ballot Notice is also being made available on the website of the Company at www.apmindustries.co.in.

This is for your information and records.

Thanking you,

Yours faithfully,
For **APM Industries Limited**

Neha Goel
Company Secretary

Encl:- as above



IS/ISO 9001 – 2000

APM INDUSTRIES LIMITED

Regd. Office & Works : SP-147, RIICO Industrial Area, Bhiwadi, Distt – Khairthal, Tijara-301 019 (RAJ.)
Corporate Office: 910, Chiranjiv Tower, 43, Nehru Place, New Delhi-110019
Phone : (011) 26441015-18, E-mail : delhi@apmindustries.co.in
CIN No. : L21015RJ1973PLC015819
Website : www.apmindustries.co.in

NOTICE OF POSTAL BALLOT

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

Dear Member(s),

NOTICE is hereby given, pursuant to Sections 108, 110 and all the other applicable provisions of the Companies Act, 2013, as amended, (the '**Act**') read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (the '**Rules**'), Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the '**Listing Regulations**'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('**SS-2**') and any other applicable law, rules, circulars, notifications and regulations (including any statutory modifications, amendments or re-enactments thereof for the time being in force), for seeking approval of the Members of APM Industries Limited ('**Company**') for the matter as considered in the resolution appended below through postal ballot only by means of remote e-voting ('**Postal Ballot**').

The Members may note that the Ministry of Corporate Affairs ('**MCA**'), vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as '**MCA Circulars**') has allowed the Companies to take all decisions requiring Members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/remote e-voting in accordance with the provisions of the Act and the Rules, without holding a general meeting.

The Board of Directors of the Company proposes to obtain the consent of the Members by way of Postal Ballot for the matter as considered in the resolution appended below. The explanatory statement pursuant to Section 102 of the Act ('**Explanatory Statement**') pertaining to the said resolution, setting out material facts and the reasons for the resolution, is also annexed. You are requested to peruse the proposed resolution, along with the Explanatory Statement, and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

In compliance with the said MCA Circulars and applicable provisions of the Act and Listing Regulations, this Postal Ballot Notice along with the Explanatory Statement is being sent in electronic mode to those Members whose e-mail address is registered with the Company or with the Depository Participant(s) or Registrar and Share Transfer Agent (the '**RTA**'). The communication of assent / dissent of the Members will only take place through the remote e-voting facility being offered by the Company instead of physical Postal Ballot forms.

This Notice is being sent to all members / beneficiaries whose names appear on the Register of Members / Record of Depositories as on Cut-off-date i.e. **Friday, December 13, 2024.**

SPECIAL BUSINESS

1. To Appoint Shri Harpal Singh Chawla (DIN: 00025492) as an Independent Director on the Board of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 ('Act'), the rules made thereunder read with Schedule IV of the Act, and Regulations 16, 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions contained in the Articles of Association, and the Nomination and Remuneration Policy of the Company, and any other applicable provisions, if any, of the Act, Listing Regulations, or any other applicable law for the time being in force and on the recommendation of the Nomination and Remuneration Committee, Shri Harpal Singh Chawla (DIN: 00025492), appointed as an Additional Director (Independent) of the Company by the Board of Directors at their meeting held on October 29, 2024, and who meets the criteria of Independence as provided in Section 149(6) of the Act along with rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, and who has submitted the necessary declaration to this effect and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of an Independent Director of the Company, be and is hereby appointed as a Non-Executive Independent Director of the Company for a term of five (5) consecutive years, i.e., from October 29, 2024, up to October 28, 2029, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors (the term 'Board of Directors' includes any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution or any person authorized by the Board or its committee for such purpose) of the Company, be and are hereby authorized to perform and execute all such acts, deeds, matters, and things, as may be deemed necessary, proper, or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

2. To Appoint Shri Sanjay Rajgarhia (DIN: 00154167) as Non-Executive, Non Independent Director on the Board of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ('the Act'), the rules made thereunder, Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") (including any statutory modification(s), amendments or re-enactment(s) thereof for the time being in force), the provisions contained in the Article of Association, and the Nomination and Remuneration Policy of the Company or any other applicable provisions, if any, of the Act, Listing Regulations or any other applicable law for the time being in-force, and on the recommendation of Nomination and Remuneration Committee and the Board of Directors, Shri Sanjay Rajgarhia (DIN: 00154167), appointed as an Additional Director of the Company by the Board

of Directors at their meeting held on December 18, 2024, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company with effect from December 18, 2024, liable to retirement by rotation.

RESOLVED FURTHER THAT the Board of Directors (the term 'Board of Directors' includes any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution or any person authorized by the Board or its committee for such purpose) of the Company, be and are hereby authorized to perform and execute all such acts, deeds, matters, and things, as may be deemed necessary, proper, or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

Registered Office:-

SP-147, RIICO Industrial Area, Bhiwadi,
District Khairthal - Tijara, Rajasthan - 301019
Tel: (01493)- 265400
e-mail: csapmindustriesltd@gmail.com
website: www.apmindustries.co.in

By Order of the Board
For APM Industries Limited

Neha Goel
Company Secretary
M. No.: 48053

Place: New Delhi

Dated: December 18, 2024

NOTES:-

1. The following is annexed with the Notice:-

- (i) An Explanatory statement pursuant to Sections 102 (1) and 110 of the Act read with the rules made thereunder and the SS-2 setting out material facts relating to the Special Business to be transacted.
- (ii) Instructions for e-voting.

2. As per Sections 108, 110 and other applicable provisions of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), cut-off date for the purpose of reckoning the voting rights and sending the Notice is the **Friday, December 13, 2024** ("Cut-off date"). A person who is not a Member as on the Cut-off date should treat the Notice for information purpose only.

3. In compliance of the MCA Circulars, the Notice is being electronically sent to all the Members of the Company, whose name appear on the Register of Members / List of Beneficial Owners as received from National Security Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") and whose email addresses are registered with the Company or depository participants or RTA as on the Cut-off date. It is however, clarified that all Members of the Company as on the closure of Cut-off date (including those Members who may not have received this Notice due to non-registration of their email IDs with the Company or the Depositories) shall be entitled to vote in relation to the resolution specified in this Notice.

Further, in compliance with the requirements of the MCA Circulars, physical copy of the Notice along with, Postal Ballot Forms and pre-paid business reply envelope are not being sent to the members for this Postal Ballot process and the Company is providing facility for voting by electronic means (e-voting) and the business may be transacted through such remote e-voting only.

4. Dispatch of the Notice shall be deemed to be completed on **Friday, December 20, 2024**, i.e., the day on which NSDL/RTA sends out the communication for the postal ballot process by e-mail to the members of the Company.

5. In accordance with the provisions of Regulation 44 of Listing Regulations and Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules and MCA Circulars, the Company has extended remote e-voting facility for its Members to enable them to cast their votes electronically on the resolution set forth in this Notice.

6. The e-Voting period commences on **Tuesday, December 24, 2024 at 09:00 a.m. (IST)** and ends on **Wednesday, January 22, 2025 at 05:00 p.m. (IST)** (both days inclusive). The e-Voting module shall be disabled by NSDL after the prescribed date and time for voting. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

7. Voting rights will be reckoned on the paid-up value of equity shares registered in the name of the member as on Cut-off date. Only those members whose names are recorded in the Register of Members of the Company or in the list of Beneficial Owners maintained by the Depositories as on that date will be entitled to cast their votes by remote e-voting.

8. A copy of this Notice is also available on the Company's website at www.apmindustries.co.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.
9. Pursuant to the applicable provisions of the Act and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company can serve Notices and other communication through electronic mode to those Members who have registered their Email IDs either with the Depository Participant(s) or the Company. Members who have not registered their Email IDs so far, are requested to register their Email IDs, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to update their Email IDs with the Company's RTA.
10. The documents referred to in the accompanying Notice and explanatory statement, if any, shall be open for inspection at the Registered Office and Corporate Office of the Company without any fee on all working days (i.e. excluding, Saturdays, Sundays and public holidays) between 11:00 a.m. (IST) to 01:00 p.m. (IST) from the date of dispatch of Notice upto the closure of the voting period.
11. All documents referred to in the Notice and Explanatory Statement thereto shall also be available electronically for inspection without any fee by the members from the date of circulation of the Notice upto the closure of the voting period. Members seeking to inspect such documents can send an email to the Company Secretary at csapmindustriesltd@gmail.com.
12. The Board of Directors of the Company has appointed Mr. Ravi Sharma (FCS No.: 4468, C.P. No.: 3666), Partner of M/s RSM & Co., Practicing Company Secretaries, as the Scrutinizer to scrutinize the postal ballot process in fair and transparent manner. The Scrutinizer have consented to act as Scrutinizer for this postal ballot.
13. The Scrutinizer after scrutinizing the votes cast through remote e-voting will make a Scrutiniser's Report of the votes cast in favour or against, if any, and shall submit the same within time stipulated under extant Listing Regulations to the Chairman of the Company or any other person authorized by him in writing who shall countersign the same.
14. The result of the e-voting on Resolution will be declared by the Chairman of the Company or any other person authorized by the Chairman within 2 (two) working days from the last date of e-voting, i.e., **January 22, 2025**, at the Registered and/ or Corporate office of the Company. The result along with the scrutinizer's report will be communicated to the Stock Exchange where the shares of the Company are listed and will also be displayed at the Registered and/or Corporate office of the Company and shall also be hosted on the Company's website at www.apmindustries.co.in and on the NSDL's website at www.evoting.nsdl.com. The Scrutinizer's decision on the validity of the e-Voting will be final and binding.
15. The Resolution, if passed by requisite majority through Postal Ballot, will be deemed to be passed on the last date specified for e-voting i.e. **Wednesday, January 22, 2025**.
16. Process to cast votes through remote e-Voting:-

In compliance with the provisions of Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Rules and Regulation 44 of the Listing Regulations, SS-2 and the relevant MCA Circulars, the Company is pleased to provide its members the facility to exercise their right to vote through Postal Ballot by electronic means (“remote e-voting”). Further, the Company has engaged the NSDL for facilitating e-voting.

Steps to vote electronically using NSDL e-voting system

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





Step 1:- Access to NSDL e-Voting system

A. Login method for e-Voting for Individual shareholders holding securities in demat mode

Pursuant to 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 e-mail Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<p>1. NSDL IDeAS facility</p> <p>If you are already registered, follow the below steps:-</p> <p>(a) Visit the e-Services website of NSDL. Open web browser and type the following URL: https://eservices.nSDL.com either on a Personal Computer or on a mobile.</p> <p>(b) Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section.</p> <p>(c) A new screen will open. You will need to enter your User ID and Password. After successful authentication, you will be able to see e-voting services under Value Added Services section.</p> <p>(d) Click on “Access to e-Voting” appearing on the left-hand side under e-voting services and you will be able to see e-voting page.</p> <p>(e) Click on options available against Company name or e-voting service provider-NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period.</p>

	<p>If you are not registered, follow the below steps:-</p> <p>(a) Option to register is available at https://eservices.nSDL.com.</p> <p>(b) Select “Register Online for IDeAS” Portal or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp.</p> <p>(c) After getting yourself registered, please follow steps given above in points (a) to (e).</p> <p>2. E-voting website of NSDL</p> <p>(a) Open web browser and type the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile phone.</p> <p>(b) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.</p> <p>(c) 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.</p> <p>(d) After successful authentication, you will be redirected to NSDL website wherein you can see e-Voting page. Click on options available against Company name or e-voting service provider-NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile app “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL.</p>	<p>1. CDSL Easi/Easiest facility</p> <p>If you are already registered, follow the below steps:-</p> <p>(a) Users can login through their existing User ID and Password An option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website at www.cdslindia.com and</p>

	<p>click on login icon & New System Myeasi Tab and then use your existing my easi username & password.</p> <p>(b) After successful login of Easi/Easiest the user will be also able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service provider website directly.</p> <p>If you are not registered, follow the below steps:-</p> <p>(a) If the user is not registered for Easi/Easiest, option to register is available at CDSL at website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>(b) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and e-mail address as recorded in the demat Account.</p> <p>2. E-voting website of CDSL</p> <p>After successful authentication, the user will be able to see the e-Voting option where the e-Voting is in progress and also will be able to directly access the system of all e-voting service providers.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants.</p>	<p>1. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility.</p> <p>2. Once logged-in, 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.</p> <p>3. Click on options available against Company name or e-voting service provider-NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p>

Important Note:- Members who are unable to retrieve User ID/ Password are advised to use 'Forget User ID' and 'Password' option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:- <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile phone.
2. Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, Password/OTP and a Verification Code as shown on the screen.
4. Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
5. Your User ID details are given below:-

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:-
For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 132470 then user ID is 132470001***.

6. Password details for shareholders other than Individual shareholders are given below:-

(a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

(b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

(c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email address. Trace the email sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your e-mail address is not registered, please follow the detailed procedure with respect to registration of e-mail addresses as mentioned in Notes to this Notice.

7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:-

(a) Click on Forgot User Details/Password? (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

(b) Click on Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

(c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

(d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

8. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

9. Now, you will have to click on 'Login' button.

10. After you click on the 'Login' button, Home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares having voting cycle.

2. Select “EVEN” of the Company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when displayed.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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

1. Members whose shares are held in physical mode, are requested to provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN Card), AADHAR (self-attested scanned copy of Aadhar Card) by email to csapmindustriesltd@gmail.com.
2. Members whose shares are held in demat mode, are requested to provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN Card), AADHAR (self-attested scanned copy of Aadhar Card) to csapmindustriesltd@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. “Login method for e-Voting for Individual shareholders holding securities in demat mode”.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring User ID and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for Members

1. Institutional Members (i.e. other than individuals, HUF, NRI, etc.) are required to upload their Board Resolution / Power of Attorney / Authority Letter, etc. by clicking on the ‘Upload Board Resolution/Authority Letter’ displayed under ‘e-Voting’ tab on the screen or send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Power of Attorney/ Authority letter, etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to contact@csrsm.com with a copy marked to evoting@nsdl.com.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details / Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com. Alternatively, members may contact the Registrar and Share Transfer Agent of the Company, Skyline Financial Services Private Limited, concerned official Mr. Sarbesh Singh at admin@skylinerta.com or 01140450193-97.

ANNEXURE TO THE NOTICE
DETAILS OF DIRECTORS SEEKING APPOINTMENT

[In pursuance of Secretarial Standard on General Meetings (SS-2) & Regulation 36(3) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

Particulars	Item No. 1	Item No. 2
Name of the Director	Shri Harpal Singh Chawla	Shri Sanjay Rajagrha
Director Identification Number (DIN)	00025492	00154167
Date of Birth	September 20, 1962	February 21, 1963
Age	62 Years	61 Years
Nationality	Indian	Indian
Date of first Appointment on Board	October 29, 2024	December 18, 2024
Qualification	He has done his M.B.A. in Finance from Graduate School of Management, Boston University, USA.	He has done B.Com (Honours) from Shri Ram College of Commerce, University of Delhi.
Brief resume including experience, expertise in specific functional areas	He is having specialization in the field of finance. Overall, he is having around 30 years of work experience in the field of finance and real estate. Expertise in Business Strategy, Financial acumen, Human Resource, Risk Management and Corporate Governance.	He is successful industrialist, having over 35 years of experience in the field of paper and packaging industry. He is also having vast experience in financial activities, investment and management decisions and taxation. He has expertise in Accounting and Financial matters, SEBI & Corporate Laws, Business Strategy, Risk Management and Corporate Governance. He is also promoter of the APM Industries Limited.
Terms & Conditions for appointment	He is appointed as an Independent Director on the Board of the Company for a period of 5 consecutive years from October 29, 2024 to October 28, 2029 subject to the approval of members and shall not be liable to retire by rotation.	He is appointed as Non-Executive Non-Independent Director on the Board of the Company with effect from December 18, 2024 subject to the approval of members and shall be liable to retire by rotation.

Details of Remuneration /Remuneration last drawn	Not Applicable. (He is eligible to receive sitting fee for attending the Board and Committee Meetings)	Not Applicable. (He is eligible to receive sitting fee for attending the Board and Committee Meetings)
Shareholding in APM Industries Limited	Nil	6,88,500 (3.19%)
List of Directorships held in other Companies	<ul style="list-style-type: none"> - CTC Projects Private Limited (Director) - Maya High Rise Private Limited (Director) - CH Estates Holding Private Limited (Director) - JSPS Properties Private Limited (Director) - Magnet Builders Private Limited (Director) - Chawla Techno Construct Limited (Director) 	<ul style="list-style-type: none"> - Perfectpac Limited (Managing Director) - Faridabad Paper Mills Private Limited (Director) - Rajgarhia Leasing and Financial Services Pvt. Ltd. (Director) - Indian Corrugated Case Manufacturers Association (Director)
Members / Chairman of Committees in APM Industries Limited	- Member of Audit Committee	<ul style="list-style-type: none"> - Member of Audit Committee - Member of Stakeholders Relationship Committee - Member of Corporate Social Responsibility Committee
Members / Chairman of Committees in other Public Companies	None	<p>Perfectpac Limited</p> <ul style="list-style-type: none"> - Member of Audit Committee - Member of Stakeholders Relationship Committee - Chairman of Corporate Social Responsibility Committee
Listed Companies from which Director has resigned in the past three years	NA	Mufin Green Finance Limited (Formerly known as APM Finvest Limited) [Resigned on March 09, 2022]

Relationship with other Director/ KMP of the Company	Not Related to any Director/KMPs of the Company.	Shri Sanjay Rajgarhia being son of Shri Rajendra Kumar Rajgarhia, is related to him. He is not related to any other Director and KMP of the Company.
Board Meetings attended/ held from the date of appointment until date of postal ballot	One	NA
In case of independent directors, the skills and capabilities required for the role and the manner in which the director meets the requirements	Please refer to the explanatory statement.	NA

EXPLANATORY STATEMENT

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

Item No. 1

Pursuant to Section 161 of the Companies Act, 2013 and other applicable provisions of the Act, Shri Harpal Singh Chawla (DIN: 00025492) was appointed by the Board of Directors, on recommendation of the Nomination and Remuneration Committee ("NRC"), as an Additional Director (Non-Executive Independent Director) for consecutive term of 5 (five) years with effect from October 29, 2024 upto October 28, 2029 (both days inclusive).

Shri Harpal Singh Chawla has done his M.B.A. in Finance from Graduate School of Management, Boston University, USA. He is having specialization in the field of finance. Overall, he is having around 30 years of work experience in the field of finance and real estate. Expertise in Business Strategy, Financial acumen, Human Resource, Risk Management and Corporate Governance.

Pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director.

The Company has also received all statutory disclosures/ declarations from Shri Harpal Singh Chawla (i) Consent in writing to act as Director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) Disclosure of interest in Form MBP-1, pursuant to section 184(1) of the Act; (iii) Intimation in Form DIR-8 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; (iv) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the Listing Regulations (v) Confirmation that he is in compliance with Rules 6(1) and 6(2) of the (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs; and (vi) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/ 24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

He has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence.

The Board is of the opinion that his skills, acumen, integrity, experience, expertise & knowledge are aligned with the role and capabilities identified by the Nomination and Remuneration Committee and that he also fulfils the criteria for appointment as an Independent Director and will be in the best interest of the Company. Accordingly, your Directors recommend his appointment as a Non-Executive Independent Director, not liable to retire by rotation for 5 (five) consecutive years from October 29, 2024 till October 28, 2029.

Pursuant to Regulation 36(3) of the Listing Regulations, as amended read with the provisions of the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, brief profile and other details of Shri Harpal Singh Chawla are provided in Annexure to this Notice.

None of the Promoter, Directors or Key Managerial Personnel or their relatives except Shri Harpal Singh Chawla, whose appointment is proposed, are concerned or interested, financially or otherwise, in the resolution set out in Item No. 1 of the Notice.

The Board of Directors recommends the resolution set out in Item No. 1 of the Notice for approval of the members by way of Special Resolution.

Item No. 2

Pursuant to Section 161 of the Companies Act, 2013 and other applicable provisions of the Act, Shri Sanjay Rajgarhia (DIN: 00154167) was appointed by the Board of Directors, on recommendation of the Nomination and Remuneration Committee ("NRC"), as an Additional Director (Non-Executive Non-Independent) with effect from December 18, 2024.

Shri Sanjay Rajgarhia has done B.Com (Honours) from Shri Ram College of Commerce, University of Delhi. He is having specialization in the field of finance. Overall, he is having over 35 years of work experience in the field of paper and packaging industry. He is also having vast experience in financial activities, investment and management decisions and taxation. He has expertise in Accounting and Financial matters, SEBI & Corporate Laws, Business Strategy, Risk Management and Corporate Governance.

Pursuant to the provisions of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director.

The Company has also received all statutory disclosures/ declarations from Shri Sanjay Rajgarhia (i) Consent in writing to act as Director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014; (ii) Disclosure of interest in Form MBP-1, pursuant to section 184(1) of the Act; (iii) Intimation in Form DIR-8 to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; (iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/CML/2018/ 24 dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

The Board is of the opinion that his skills, background and experience are aligned with the role and capabilities identified by the Nomination and Remuneration Committee and will be in the best interest of the Company. He inter alia brings in skills and experience in corporate governance, leadership, strategic thinking, diversity, financial acumen and business growth. Accordingly, your Directors recommend his appointment as a Non-Executive Non-Independent Director, liable to retire by rotation.

Pursuant to Regulation 36(3) of the Listing Regulations, as amended read with the provisions of the Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, brief profile and other details of Shri Sanjay Rajgarhia are provided in Annexure to this Notice.

Shri Sanjay Rajgarhia is Promoter of the Company. Except Shri Rajendra Kumar Rajgarhia and Shri Sanjay Rajgarhia, none of the other Directors or Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the resolution set out in Item No. 2 of the Notice.

The Board of Directors recommends the resolution set out in Item No. 2 of the Notice for approval of the members by way of Ordinary Resolution.

Registered Office:-

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website: www.apmindustries.co.in

By Order of the Board
For APM Industries Limited

Neha Goel
Company Secretary
M. No.: 48053

Place: New Delhi

Dated: December 18, 2024