

Subhash Silk Mills Ltd.

Regd. Office:G-15, Ground Floor, Prem Kutir, 177 Marine Drive, Mumbai 400020
Admin Office: 89, Gautam Complex, Sector 11, CBD Belapur, Navi Mumbai 400614
CIN : L17106MH1970PLC014868

(T) 022-40619000 (F) 022-22825309 (E) cs@subhashsilk Mills.com (W) www.subhashsilk Mills.com

To,

September 2, 2024

Listing Department,

BSE Limited,

Stock Exchange Building,

2nd Floor, Dalal Street,

Fort, Mumbai - 400023

Ref.: Company Code No. 530231

Subject: Intimation of 54th Annual General Meeting of the Company.

With reference to the captioned matter, we hereby inform you that the 54th Annual General Meeting (AGM) of the Members of Subhash Silk Mills Ltd. will be held on Friday, 27th September, 2024 at 10:00 a.m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in accordance, with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

Please find enclosed herewith Notice of the 54th Annual General Meeting of the Company. The 54th Annual Report is uploaded on Company's website at <https://www.subhashsilk Mills.com/>.

Please take the same on your record.

Thanking you,

Yours Faithfully,

For Subhash Silk Mills Ltd.,

Paridhi Somani

Company Secretary & Compliance Officer

Mem. No.: A45165

Encl.: As stated above.

NOTICE

NOTICE IS HEREBY GIVEN THAT THE **FIFTY FOURTH (54TH) ANNUAL GENERAL MEETING (AGM)** OF THE MEMBERS OF **SUBHASH SILK MILLS LIMITED** WILL BE HELD ON **FRIDAY, SEPTEMBER 27, 2024 AT 10:00 AM** THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM) TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:**1. Adoption of Audited Financial Statements:**

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended **March 31, 2024** and the Reports of the Board of Directors and Auditors thereon. The shareholders are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the Audited Financial Statements of the Company for the year ended **March 31, 2024**, including the Audited Balance Sheet, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors’ and Auditors’ thereon, be and are hereby received and adopted.”

2. Re-Appointment of Mr. Dhiraj Subhash Mehra as a Director liable to retire by rotation:

To appoint a Director in place of **Mr. Dhiraj Subhash Mehra** (DIN 01409010), who retires by rotation and, being eligible, offers herself for re-appointment. The shareholders are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and provisions of Articles of Association of the Company, the approval of the members of the Company be and is hereby accorded to the re-appointment of **Mr. Dhiraj Subhash Mehra** (DIN 01409010), as Director, to the extent that he is required to retire by rotation.”

SPECIAL BUSINESSES:**3. Appointment of Mr. Jay Narayan Nayak as Non-Executive and Independent Director:**

To consider appointment of Mr. Jay Narayan Nayak, (DIN 05174213) as Non-Executive and Independent Director on the Board of the Company. The shareholders are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], **Mr. Jay Narayan Nayak, (DIN 05174213)**, who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from 14th August, 2024 under section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director of the Company, being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 14th August 2024 to 13th August 2029 (both days inclusive).”

4. Appointment of Ms. Kavisha Dinesh Shah as Non-Executive and Independent Director:

To consider appointment of Ms. Kavisha Dinesh Shah, (DIN 09124459) as Non-Executive and Independent Director on the Board of the Company. The shareholders are requested to consider

and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], **Ms. Kavisha Dinesh Shah, (DIN 09124459)**, who was appointed as an Additional Director (Independent and Non-Executive) of the Company, with effect from 14th August, 2024 under section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting of the Company, and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director of the Company, being so eligible, be appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 14th August 2024 to 13th August 2029 (both days inclusive).”

Regd. Office:

G-15 Prem Kutir,
177 Marine Drive,
Mumbai – 400 020.
Contact No.: 022-40619000
Email Id: cs@subhashsilk Mills.com
Website: www.subhashsilk Mills.com

**BY ORDER OF THE BOARD OF DIRECTORS
For SUBHASH SILK MILLS LTD.**

**SD/-
PARIDHI SOMANI
COMPANY SECRETARY**
Mem. No.: A45165
Place: Mumbai
Date: August 14, 2024

NOTES

1. A member entitled to attend & vote at AGM is entitled to appoint a proxy to attend and vote on his/her behalf at the AGM, and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat & cast their votes through e-voting. Since AGM will be held through VC/OAVM, route map is not annexed to this Notice.
2. **The Register of Members & Share Transfer Registers of Company will remain closed from Saturday, September 21, 2024 to Friday, September 27, 2024 (both days inclusive).**
3. (a) Members holding shares in physical form are requested to advise immediately change in their address, if any, quoting their folio number(s) to the Registrar & Share Transfer Agent, M/s. Purva Shareregistry (India) Pvt. Ltd.
(b) Members holding shares in the electronic form are requested to advise immediately change in their address, if any, quoting their Client ID No., to their respective Depository Participants.
4. Members desirous of getting any information in respect of accounts of the Company and proposed resolution, are requested to send their queries in writing to the Company at its registered office at least 7 days before the date of the meeting, so that the required information can be made available at the meeting.
5. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar M/s. Purva Shareregistry (India) Pvt. Ltd.
6. The Ministry of Corporate Affairs (“Ministry”), Government of India, has taken a “Green Initiative in Corporate Governance” by allowing paperless compliances by companies through electronic mode. As per the Circular No. 17/2011, dated 21.04.2011 and Circular No. 18/2011, dated 29.04.2011 issued by the Ministry of Corporate Affairs, companies can now send various notice/documents (including notice calling Annual General Meeting, Audited Financial Statements,

Directors Report, Auditors Report, etc.) to their shareholders through electronic mode, to the registered email address of the shareholders.

7. With a view to using natural resources responsibly, we request shareholders to update their email address with their Depository Participants or RTA (i.e. M/s. Purva Shareregistry (India) Pvt. Ltd.) to send communications electronically.
8. The Company has already joined the Depository System and the ISIN for the equity shares of the Company is **INE690D01014**. Members holding shares in physical mode are requested to convert their holdings into Dematerialized mode.
9. Non-Resident Indian Members are requested to update M/s. Purva Shareregistry (India) Pvt. Ltd. immediately of change in their residential status on return to India for permanent settlement.
10. **Voting through electronic means:**

In compliance with the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015, and Regulation 44 of the SEBI [Listing Obligations and Disclosure Requirements (LODR)] Regulations 2015 including amendments thereof, the Company is pleased to provide its shareholders with the facility of “remote E-Voting” (e-voting from a place other than venue of the AGM), to enable them to cast their votes at the **54th AGM** and the business at the **54th AGM** may be transacted through such voting. The Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating e-voting to enable all its shareholders to cast their vote electronically.

The facility for remote e-voting i.e. electronic voting system is made available. The members attending the meeting, who have not already cast their vote through remote e-voting shall be able to exercise their voting rights during the meeting through online link. The members who have already cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again during the AGM.

11. **Meeting through Video Conferencing:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No 10/2022 dated December 12, 2022 and General Circular No. 09/2023 dated September 25, 2023. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend & participate in ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 12, 2022 and September 25, 2023 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021,

Circular No. 20/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No 10/2022 dated December 12, 2022 and General Circular No. 09/2023 dated September 25, 2023, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e- voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circulars mentioned above, the Notice calling the AGM has been uploaded on the website of the Company at www.subhashsilk Mills.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No 10/2022 dated December 12, 2022 and General Circular No. 09/2023 dated September 25, 2023.
8. **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

Step 1 : Access through Depositories CDSL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Tuesday, September 24, 2024 at 9:00 a.m. and will end on Thursday, September 26, 2024 at 5:00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, September 20, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) 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 participation by 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.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 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: https://eservices.nsdl.com 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 or joining virtual meeting & voting during the meeting.</p>

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 helpdesk.evoting@cdslindia.com 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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
 - 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio No. registered with Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “**SUBMIT**” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant **SUBHASH SILK MILLS LIMITED** on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@subhashsilk Mills.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs@subhashsilk Mills.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@subhashsilk Mills.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) by email to Company/RTA email id.
2. For Demat shareholders -, cs@subhashsilk Mills.com and/or support@purvashare.com.
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

12. **Ms. Jyoti N. Kholia**, Partner at **KNK & CO. LLP**, Firm of Company Secretaries, has been appointed as Scrutinizer to oversee that the e-voting process has been carried out in fair and transparent manner. The Results shall be declared on or after the AGM of the Company. The results declared along with the scrutinizer's report shall be placed on the Company's website www.subhashsilk Mills.com, and on the website of CDSL within two days of passing of the resolutions at the **54th AGM** of the Company and will also be communicated to stock exchange.
13. The Scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the e-Voting period unlock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
14. Members may also note that the Notice of the **54th AGM** and the Company's Annual Report **2023-2024** will be available on the Company's website www.subhashsilk Mills.com. The physical copies of the documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at cs@subhashsilk Mills.com.
15. Additional information, pursuant to the Regulation 36 of the SEBI (LODR) Regulations 2015, in respect of the Directors seeking appointment / re-appointment at AGM, is furnished as annexure to the Notice. The Directors have furnished consent and declaration for his re-appointment as required under the Companies Act 2013 and the Rules thereunder.

Regd. Office:
 G-15 Prem Kutir,
 177 Marine Drive,
 Mumbai – 400 020.
 Contact No.: 022-40619000
 Email Id: cs@subhashsilk Mills.com
 Website: www.subhashsilk Mills.com

BY ORDER OF THE BOARD OF DIRECTORS
For SUBHASH SILK MILLS LTD.
SD/-
PARIDHI SOMANI
 COMPANY SECRETARY
 Mem. No.: A45165

Place: Mumbai
 Date: August 14, 2024

ANNEXURE TO ITEM 2, 3 & 4 OF THE NOTICE

Additional information on Directors recommended for appointment/re-appointment as required under Regulation 36(3) of SEBI (LODR) Regulations 2015 and Secretarial Standard 2 on General Meetings

Name of the Director	Dhiraj Subhash Mehra	Jay Narayan Nayak	Kavisha Dinesh Shah
DIN	01409010	05174213	09124459
Date of Birth	November 17, 1974	May 11, 1986	January 4, 1990
Nationality	Indian	Indian	Indian
Date of Appointment on Board	October 25, 2006	August 14, 2024	August 14, 2024
Brief Profile including Qualifications	Dhiraj Mehra directs the Notre'Dame International	Mr. Jay Narayan Nayak holds a Bachelor's degree	Ms. Kavisha Dinesh Shah holds a Bachelor's

	<p>University's initiatives in India. He received his bachelor's degree in business administration with a minor in computer applications from the University of Notre Dame. After completing his formal education, he returned to India and successfully managed to propel his family-owned textile business to greater heights. He has been a serial entrepreneur, constantly on the lookout for creative business entities and has successfully created tangible value on exit in three different ventures. In addition to his business and commercial ventures, Mehra runs a family-owned charitable trust in his home city of Mumbai, India which helps to promote and provide basic education and quality healthcare for the underprivileged.</p>	<p>in Commerce degree, Bachelor's degree in Law from the University of Mumbai and is a member of the Institute of Company Secretaries of India.</p> <p>Currently, he is a Practicing Company Secretary having an experience of around 10 years and having expertise in the field of Corporate Laws, Taxation & Intellectual Property Laws.</p> <p>Mr. Nayak is also an Independent Director on the Board of Directors of 3 other listed entities.</p>	<p>degree in Commerce (Accountancy & Finance) and obtained her Bachelor's in Law (L.L.B) from Government Law College, Mumbai in 2013. Additionally, she has a Post Graduate Diploma in Intellectual Property Rights from the same institution. Ms. Shah embarked on her legal career at India Law Alliance, where she has accumulated over 10 years of experience in litigation, arbitration, real estate, corporate law, and intellectual property rights litigation and advisory services. Her expertise extends to handling complex cases in diverse industries and jurisdictions. She has a broad range of practice areas, including commercial contracts, information and data management, bankruptcy, shareholder oppression and mismanagement, real estate litigation and documentation, as well as media contracts. Her extensive knowledge allows her to effectively handle intricate matters in both corporate and civil law.</p>
Shareholding in Company	280500 shares	Nil	Nil
List of Directorships held in other Companies (Including Private Companies)	<ol style="list-style-type: none"> 1. Premkutir Private Limited 2. Subhash Fabrics Private Limited 3. Platinum Fashion Apparel Private Limited 4. Pheodora Property Developers Private Limited 	<ol style="list-style-type: none"> 1. SK International Export Limited 2. Brisk Technovision Limited 3. Galaxy Agrico Exports Limited 4. Alfo Electronics India Private Limited 	<ol style="list-style-type: none"> 1. Chindia Medical Technologies Private Limited
Memberships / Chairmanships of Audit & Stakeholders' Relationship	Member of Audit Committee of Subhash Silk Mills Ltd.	Member of Audit Committee of 1. SK International Export Limited	Not applicable

Committees across Public Companies		2. Galaxy Agrico Exports Limited	
Relation (Related Party)	Mr. Dhiraj Mehra is relative of Mr. Sumeet Mehra and Mrs. Nameeta Mehra	No relationship exist with any other Directors/ KMP	No relationship exist with any other Directors/ KMP

EXPLANTORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

Mr. Jay Narayan Nayak (DIN 05174213) was appointed as an Additional Non-Executive Independent Director on the Board of the Company on **August 14, 2024** as an Independent Director for a period of 5 years up to August 13, 2029. As the appointment was made under Section 161 read with Section 152 and 149, the Company needs to confirm the appointment at the ensuing 54th Annual General Meeting.

The Company has received intimation in Form DIR-8 from **Mr. Jay Narayan Nayak** that, he is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that he meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & relevant provisions of SEBI Listing Regulations and his consent to act as an Independent Director.

The resolutions set-forth in Item No. 3 seeks the approval of members for Directorship of **Mr. Jay Narayan Nayak**, as a Non- Executive Independent Director of the Company and for appointment as an Independent Director of the Company commencing from August 14, 2024 up to August 13, 2029, i.e. for a period of 5 consecutive years as his first term, in terms of Section 149 and other applicable provisions of the Act and Rules made there under. He shall not liable to retire by rotation.

In the opinion of the Board, **Mr. Jay Narayan Nayak** fulfills the conditions for his appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of the management. Based on the recommendations of the Nomination & Remuneration Committee and keeping in view the expertise of **Mr. Jay Narayan Nayak**, the Board of Directors at its meeting held on August 14, 2024 approved the appointment of **Mr. Jay Narayan Nayak** as Additional Non-Executive Independent Director. His brief profile is mentioned above in Annexure to the Notice.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except **Mr. Jay Narayan Nayak**, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolutions set-forth in Item No. 3 for approval of the members by way of **Ordinary Resolution**.

ITEM NO. 4

Ms. Kavisha Dinesh Shah (DIN 09124459) was appointed as an Additional Non-Executive Independent Director on the Board of the Company on **August 14, 2024** as an Independent Director for a period of 5 years up to August 13, 2029. As the appointment was made under Section 161 read with Section 152 and 149, the Company needs to confirm the appointment at the ensuing 54th Annual General Meeting.

The Company has received intimation in Form DIR-8 from **Ms. Kavisha Dinesh Shah** that, she is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Act, declaration that she meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & relevant provisions of SEBI Listing Regulations and her consent to act as an Independent Director.

The resolutions set-forth in Item No. 4 seeks the approval of members for Directorship of **Ms. Kavisha Dinesh Shah**, as a Non- Executive Independent Director of the Company and for appointment as an Independent Director of the Company commencing from August 14, 2024 up to August 13, 2029, i.e. for a period of 5 consecutive years as her first term, in terms of Section 149 and other applicable provisions of the Act and Rules made there under. She shall not liable to retire by rotation.

In the opinion of the Board, **Ms. Kavisha Dinesh Shah** fulfills the conditions for her appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of the management. Based on the recommendations of the Nomination & Remuneration Committee and keeping in view the expertise of **Ms. Kavisha Dinesh Shah**, the Board of Directors at its meeting held on August 14, 2024 approved the appointment of **Ms. Kavisha Dinesh Shah** as Additional Non-Executive Independent Director. Her brief profile is mentioned above in Annexure to the Notice.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives except **Ms. Kavisha Dinesh Shah**, to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolutions set-forth in Item No. 3 for approval of the members by way of **Ordinary Resolution**.

DIRECTORS' REPORT

Dear Members,

The Board of Directors hereby submits **54th Annual Report** along with the Audited Financial Statements of the Company for the Financial Year ended **March 31, 2024**.

1. FINANCIAL HIGHLIGHTS OF PERFORMANCE:

The financial performance of the Company is summarized as under:

Particulars	Amounts (Rs. in Hundreds)	
	2023-2024	2022-2023
Income from Operations	0.00	542.39
Add : Other Income	2,87,775.69	2,57,413.45
Total Income	2,87,775.69	2,57,955.84
Less: Expenses	2,13,276.88	2,22,509.60
Profit before Taxes	74,498.81	35,446.24
Less : Current Taxation	27,260.00	21,700.00
Less: Deferred Tax	1,156.38	174.72
Less: Prior year tax adjustments	(156.84)	(566.27)
Total Tax Expenses	28,259.54	21,308.45
Net Profit after Taxes	46,239.26	14,137.79

2. AMOUNT CARRIED FORWARD TO RESERVES:

Your Company has not transferred any amount to its reserves except for transfer of current year's profits to Other Equity as per notes to Financial Statements during the financial year under review.

3. PERFORMANCE REVIEW:

The Company's total income increased to **Rs. 2,87,77,569/-** from **Rs. 2,57,95,584/-** in previous year, and the Company has earned net profit after taxes of **Rs. 46,23,926/-** as compared to **Rs. 14,13,779/-** in the previous year. The profits has increased due to reduction in expenses of the Company. Your Company was unable to make any sale of