



# UNJHA FORMULATIONS LIMITED .

Regd. Office : Khali Char Rasta, State Highway,  
SIDHPUR-384 151 (N. Guj.) India.  
M. 9825069590, 9825017696  
E-mail : info@unjhaformulations.com  
Website : www.unjhaformulations.com  
CIN NO. : L99999GJ1994PLC022932  
GSTIN/UIN : 24AAACU1998G1Z7

UFL/Sec/2024-25/ 30

Date: 17.07.2024

The Manager, Corporate Services,  
BSE Limited,  
14th Floor, P J Towers,  
Dalal Street,  
Mumbai – 400001

Ref: Security Scrip Code-531762

## **Subject: Notice of 30<sup>th</sup> Annual General Meeting**

Dear Sir/Madam,

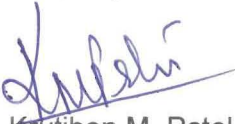
Pursuant to Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed here with Notice of 30th Annual General Meeting .

The 30th AGM of the Company will be held on Friday ,August 16,2024 at 10.15 am at the Regd. Office of the Company.

Further , the cut-off date to determine the List of Shareholders entitled to vote through remote e-voting and e-voting during the AGM is fixed on August 09,2024.

This is for your information and records.

For ; Unjha Formulations Limited

  
Krutiben M. Patel

Managing Director and Compliance Officer  
DIN: 01866427



End: As Above

**NOTICE:**

NOTICE IS HEREBY GIVEN THAT THE THIRTY 30<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF UNJHA FORMULATIONS LIMITED WILL BE HELD AS SCHEDULED BELOW:

Day & Date	:	Friday 16th August 2024
Time	:	10.15 A.M.
Place	:	Registered Office Khali Char Rasta, State Highway, Khali, Sidhpur-384151 (N. G.)

TO TRANSACT THE FOLLOWING BUSINESS:

**ORDINARY BUSINESS:**

- 1) To receive, consider and adopt the Standalone audited financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2024 including the reports of the Board of Directors and Auditor's thereon.

- 2) Director Retire by Rotation:

To appoint a Director in place of Smt. Jashodaben S. Patel (DIN 05201715), who retires by rotation at this meeting and being eligible has offered herself for re-appointment be and is hereby re-appointed as a director of the company, liable to retire by rotation .

- 3) To appoint M/s. Jain & Golechha, Chartered Accountants (ICAI Firm Registration Number: 119637W) as Statutory Auditors of the Company and in this regard to consider and if thought fit to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules framed there under including any statutory modifications and/ or re-enactment thereof for the time being in force M/s. Jain & Golechha, Chartered Accountants (ICAI Firm Registration Number: 119637W) be and are hereby appointed as Statutory Auditors of the Company for a period of Three consecutive years from the conclusion of this 30th Annual General Meeting until the conclusion of 33th Annual General Meeting of the Company on such remuneration as may be decided by the Board of Directors of the Company on the recommendation of Audit Committee from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to do all such necessary acts, deeds as may be required to give effect to this resolution including doing necessary filings with the office of Registrar of Companies and/or any other statutory authorities as may be required and issue certified true copy of this resolution as and when required."

**SPECIAL BUSINESS:**

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

- 4) "RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions if any, including and statutory modifications and re-enactment thereto, approval of the Company be and is hereby accorded to the Board of Directors of the Company for the Contracts/agreements/transactions with the related parties for the financial year

2024-25, for (a) sale; purchase or supply of any goods or materials directly or through appointment of agents, and (b) availing or rendering of any services whether technical and/or financial and/or both, more particularly described in the Explanatory Statement, for an aggregate maximum amount not exceeding financial year by Rs. 500Lacs (Rupees Five Hundred Lacs only);

**5) APPOINTMENT OF MS. ESHAM. PATEL - (DIN 10100236) AS AN EXECUTIVE DIRECTOR**

The Chairman informed the Board that it is necessary to appoint Executive Director Ms Esha M Patel of the Company. In this connection following Resolution was passed :

"Resolved that pursuant to Section 196, 197, 203 & Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) and subject to approval of members in general meeting and further subject to such approval and sanction as may be required, Ms.Esha M Patel, (DIN 10100236) be and is hereby appointed as an Executive Director of the Company for a period of three years with effect from 17.05.2024, following on such terms and conditions including remuneration and perks payable as above from such date as may determined by the Board in consultation with, so as not to exceed the overall ceiling laid down in Schedule V to the Companies Act, 2013 as amended from time to time.

Salary: Rs 50,000 -60000- 700000 (Rupees One Lacs Only ) per month in the grade of Rs.1,00,000-1,25,000-1,50,000

In addition to the salary, he shall be entitled to the perquisites in category A and B.

CATEGORY – A:

Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites.

CATEGORY –B:

Provision of the car use on Company's business and telephone at residence will not be considered as perquisites. However, personal long distance calls on telephone and use of car for private purpose shall billed by the company to the Managing Director.

CATEGORY –C:

Medical self and family up to maximum one month salary or 8.33% per annum.

Not with standing anything contained in Section 197 sub-section (1) and (2), but subject to the provisions of Schedule V of the Companies Act, 2013, if, in any financial year, the company has no profit or its profits are inadequate, the company will pay minimum remuneration at the same substantive salary and perquisites as specified above.

"RESQVED FURTHER THAT the Board of Directors of the Company be and is hereby Authorized to do all such acts ,deeds, matters , things as they may consider necessary in their Absolutediscretion deem fit and proper to give effect the above resolutions."

**6. Re-Appointment of Mr. Jitendra Limbachiya holding (DIN: 07391184) as an Independent Director**

**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 and 152 read with Schedule IV and other applicable provisions, if any, of Companies Act, 2013 and rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) Mr. Jitendra Limbachiya holding (DIN: 07391184), who was appointed as an Independent Director up to the date of 7.01.2020 and being eligible, and in respect whom the company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years which shall starts from the 7th January, 2025 to 6<sup>th</sup> January, 2030."

**7. Re-Appointment of Mr. Mustufa Najmuddin Jodhpurwala holding (DIN:09040329) as an Independent Director**

**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 and 152 read with Schedule IV and other applicable provisions, if any, of Companies Act, 2013 and rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) . Mr. Mustufa Najmuddin Jodhpurwala holding (DIN:09040329) who was appointed as an Independent Director up to the date of 06.02.2025 and being eligible, and in respect whom the company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years which shall starts from the 7th February, 2025 to 6<sup>th</sup> February, 2030."

**8. Re-Appointment of Mr. Hasmukh S Darji holding (DIN:02416004) as an Independent Director**

**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 and 152 read with Schedule IV and other applicable provisions, if any, of Companies Act, 2013 and rules made thereunder and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including statutory modification(s) or re-enactment thereof for the time being in force) . Mr. Hasmukh S Darji holding (DIN:02416004) who was appointed as an Independent Director up to the date of 31.03.2024 and being eligible, and in respect whom the company has received a notice in writing under section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years which shall starts from the 1st April, 2024 to 31st March, 2029."

**PLACE: Sidhpur  
DATE: 17.05.2024**

By order of the Board  
**Smt. Jashodaben S. Patel**  
(CHAIRMAN)

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND SUCH PROXY NEED NOT BE MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.
2. The register of Members and the Share Transfer Books of the Company shall remain closed from **Saturday 10th August 2024 to Friday 16th August 2024** (Both days inclusive).
3. The Members are requested to notify immediately of any change in their address in physical as well as Demat form to Register & Share Transfer Agent, Link Intime India Pvt. Ltd, Ahmedabad/Mumbai.
4. Members desirous of obtaining any information concerning the accounts of the company may write to the Company at least 10 days in advance before the date of the Annual General Meeting so that the information required may be made available at the meeting.

**CDSL e-Voting System – For Remote e-voting****THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:**

- Step 1** : Access through Depositories CDSL/NSDL 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 13th August 2024 ( 9 AM) and 15th August 2024 ( 5 PM). 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 9th August 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 the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**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 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 <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) if the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> </ol>

	<p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b></p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under "Shareholder/Member" section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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.</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 <b>CDSL</b>	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 : 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	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 and 022-2499 7000

**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 Remote e-Voting 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](http://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 Number registered with the 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](http://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:



	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
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"> <li>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.</li> </ul>
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"> <li>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.</li> </ul>

- (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 <Company Name> 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](http://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](mailto: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; [info@unjhaformulations.com](mailto:info@unjhaformulations.com), if they have voted from individual tab & not uploaded same in the CDSL e voting system for the scrutinizer to verify the same.

**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), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**

2. For Demat shareholders- , Please update your email id & mobile no. with your respective Depository Participant (DP)

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 e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto: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](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 22 55 33

#### ANNEXURE TO NOTICE:

#### Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 to the accompanying Notice.

##### Item No.4:

The Board of Directors of the Company, at its meeting held on 27.03.2024 has approved a proposal for entering into following related party transactions for the year 2024-25:

Name of the Concern	Date	Description of Contract	Value(Rs. In Lacs)	Name of Interested Director
Urvesh Psyllium Industries Ltd	27.03.2024	Sale/Purchase of Psyllium Husk	Rs.3Cr	Mrs. Jashodaben S. Patel Mrs. Krutiben M. Patel Mr. Urvesh S. Patel
URVESH AND COMPANY	27.03.2024	Sale/Purchase of Psyllium Husk	Rs.2 cr	Mr. Urvesh S. Patel Mrs. Jashodaben S. Patel Mrs. Krutiben M. Patel

Any other information relevant or important for the members to make a decision on proposed transaction: None.

Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions if any, provides that if transactions with the related parties are not in the ordinary course of business or on arm's length basis. The related party transaction is suggested and approved by the members of the Audit Committee. The such transactions are required to be approved by the Board of Directors and shareholders, depending upon the materiality of the transaction. In other words, approval of Board or shareholders, as the case may be, is not required under the Act, if a particular transaction is in the ordinary course of business and on arm's length basis.

In the opinion of the Board, the transaction/contracts/arrangements by the company with the above parties are in the ordinary course of business and at arm's length basis.

Accordingly, consent of the members is sought for passing a Ordinary Resolution as set out at Item No. 4 of the Notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives are, concerned or interested, financially or otherwise in the Resolution.

**Item No.5 :**

As members are aware that in view of the increasing activities of the company and it is necessary to appoint as an Executive Director Ms. Esha M.Patel, of the company to look after Company's day to day affairs. The Board Meeting held on 17.05.2024 have decided to appoint Ms. Esha M.Patel as an Executive Director for the period of three years w.e.f. 17.05.2024.

Board of Directors recommend the shareholders to adopt the proposed resolution as a Special Resolution.

None of the Directors of the Company is concerned or interested in the said Resolution except himself.

**Item No.6 :**

To re-appoint Mr. Jitendra P. Limachiya Holding (DIN No 07391184) as an Independent Director of the Company:

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

1) In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Jitendra P. Limachiya, it is proposed to re-appoint him for the second term as an independent Director for a period of five years which shall start from the 8th January, 2025 to 7th January, 2030."

**Item No.7 :**

To re-appoint Mr. Mustufa Najmuddin Jodhpurwala holding (DIN:09040329) as an Independent Director of the Company:

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Mustufa Najmuddin Jodhpurwala holding (DIN:09040329) it is proposed to re-appoint him for the second term as an independent Director for a period of five years which shall start from the 7th February, 2025 to 6<sup>th</sup> February, 2030."

**Item No.8 :**

To re-appoint Mr. Hasmukh S Darji holding (DIN:02416004) as an Independent Director of the Company:

As per Section 149(10) of the Companies Act, 2013, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

In line with the aforesaid provisions of the Companies Act, 2013 and in view of long, rich experience, continued valuable guidance to the management and strong Board performance of Mr. Hasmukh S Darji holding (DIN:02416004) it is proposed to re-appoint him for the second term as an independent Director for a period of five years which shall start from the 1<sup>st</sup> April, 2024 to 31<sup>st</sup> March, 2029."

**PLACE: Sidhpur**  
**DATE:17.05.2024**

By order of the Board  
**Smt. Jashodaben S. Patel**  
(CHAIRMAN)

**\*\*Details of Directors seeking appointment/re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of SEBI(Listing Obligations and Disclosure Requirements) Regulation,2015 & Secretarial Standard 2)**

Name of Directors	Mrs.Jashodaben S Patel (DIN: 05201715)	Jitendra P. Limbachiya (DIN: 07391184)	Mr. Mustufa N. Jodhpurwala (DIN:09040329)	Mr. Hashmukh S Darji (DIN:02416004)
Date of Birth	19/10/1937	11/05/1962	24/03/1985	27/02/1980
Nationality	Indian	Indian	Indian	Indian
Date of Appointment	31/01/2014	08/01/2016	06/02/2021	21/05/2001
Expertise in specific function areas	Administrative Functions	Liasoning ,Administrative , accounts , commercial etc for 10 years.	Administrative ,Export , commercial etc for 09 years.	More Than 15 years his specific area in accounts, General Administration.
Qualification	Matric	S.Y Bcom	B.com	B.A.
Name of other entities in which the person also holds Directorship	Urvesh Psyllium Industries Limited	None	None	None
Name of other entities in which the person also holds membership of the Committee of the Board.	None	None	None	None
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	N.A.	N.A.	N.A.	N.A.
Shareholding in the Company as on 31 <sup>st</sup> March,2024	739900	0	0	0