

Sumeet INDUSTRIES LIMITED

CIN: L45200GJ1988PLC011049

REGD.OFF.: 504, TRIVIDH CHAMBER, 5TH FLOOR, OPP. FIRE BRIGADE STATION, RING ROAD, SURAT-395002, INDIA
Phone (91-261) 2328902 · E-Mail: corporate@sumeetindustries.com · Visit us at: www.sumeetindustries.com

Date : 02/09/2024

To,
BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, FORT,
Mumbai - 400 001
Scrip Code - 514211

To,
National Stock Exchange of India Ltd
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai : 400 051
Symbol - SUMEETINDS

Sub. : Intimation regarding Book Closure, E-Voting and date of Annual General Meeting (AGM)

Dear Sir,

This is to inform that **36th Annual General Meeting (AGM)** of the company will be held **on Monday, 30th day of September 2024 at 5:00 P.M.** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Notice of 36th Annual General Meeting is enclosed herewith.

We hereby inform you that the Register of Members of the company will remain closed Tuesday, 24th September 2024 to Monday, 30th September 2024 (both days inclusive)) for the purpose of 36th Annual General Meeting of the company.

Further, we are pleased to inform you that company is offering e-voting facility to the shareholders which would enable them to cast their vote electronically. This facility is being provided through Bigshare e-voting platform. Please note that the e-voting period starts from Friday , 27th September 2024 at 9:00 a.m. IST and ends on Sunday , 29th September, 2024 at 5:00 p.m. IST. Further, Shareholders who has not voted during e-voting periods can vote on the date of AGM during the AGM process on the Bigshare E-voting portal (<https://ivote.bigshareonline.com>).

Further, we inform you that, 21st September 2024 is the cut-off date for the purpose of offering e-Voting facility to our members in respect of the businesses to be transacted at the 36th Annual General Meeting.

In compliance with the applicable provisions and Circulars, the Notice of the 36th AGM along with the Annual Report 2023-24 including therein the Audited Financial Statements for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon will be sent only through electronic mode to those Members whose e-mail address are registered with the Registrar & Share Transfer Agents/Depositories.

This is for your information and record please.

For Sumeet Industries Limited (under CIRP)

ANIL KUMAR
SUMERMAL
JAIN

Digitally signed by ANIL KUMAR
SUMERMAL JAIN
DN: cn = ANIL KUMAR
SUMERMAL JAIN, o = Sumeet Industries Limited,
ou = Sumeet Industries Limited, email = anil.kumar@sumeetindustries.com,
c = IN

Anil Kumar Jain
Company Secretary

NOTICE

NOTICE is hereby given that the 36th Annual General Meeting (AGM) of the members of SUMEET INDUSTRIES LIMITED will be held on Monday, 30th September, 2024 at 05.00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:**1. To receive, consider and adopt ;**

- i) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with the reports of Board of Directors and the Auditors thereon.
- ii) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with the report of the Auditors thereon.

SPECIAL BUSINESS :**2. APPOINTMENT OF MR. RADHESHYAM B. JAJU (DIN : 00789902) AS AN EXECUTIVE DIRECTOR CUM CHAIRMAN OF THE COMPANY**

To consider and if deemed fit, pass with or without modification(s) the following resolution as a **Special Resolution**:

“RESOLVED THAT based on the recommendation of the monitoring Committee on the basis of Resolution Plan approved by Hon’ble NCLT Bench, Ahmedabad and Board of Directors and in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions including but not limited to Regulation 17(1D) of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Memorandum and Articles Association of India, approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Radheshyam B. Jaju (DIN: 00789902) as an Executive Director cum Chairman of the Company for a period of 5 (Five) years with effect from August 05, 2024 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of the Board be and is hereby authorized to revise from time to time during the tenure of Mr. Radheshyam B. Jaju as Executive Director of the Company, the remuneration payable to him subject to overall limits laid down in Sections 197, Schedule V of the Act 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) without further approval of the Board and Members of the Company but with such other approvals, sanctions or permissions, if any, required for such revision in the remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to the above resolution.”

3. APPOINTMENT OF MR. PRATIK R. JAJU (DIN : 01899119) AS AN EXECUTIVE DIRECTOR CUM MANAGING DIRECTOR OF THE COMPANY

To consider and if deemed fit, pass with or without modification(s) the following resolution as a **Special Resolution**:

“RESOLVED THAT based on the recommendation of the monitoring Committee on the basis of Resolution Plan approved by Hon’ble NCLT Bench, Ahmedabad and Board of Directors and in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions including but not limited to Regulation 17(1D) of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Memorandum and Articles Association of India, approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Pratik R. Jaju (DIN: 01899119) as an Executive Director cum Managing Director of the Company for a period of 5 (Five) years with effect from August 05, 2024 on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this meeting.”

“RESOLVED FURTHER THAT the Nomination and Remuneration Committee of the Board be and is hereby authorized to revise from time to time during the tenure of Mr. Pratik R. Jaju as Executive Director of the Company, the remuneration payable to him subject to overall limits laid down in Sections 197, Schedule V of the Act 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) without further approval of the Board and Members of the Company but with such other approvals, sanctions or permissions, if any, required for such revision in the remuneration.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient to give effect to the above resolution.”

4. APPOINTMENT OF Ms. ANKITA SIDDHARTH SHAH (DIN:10724963) AS AN INDEPENDENT DIRECTOR

To consider and, if thought fit, to pass with or without modification, 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 the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Ankita Siddharth Shah (Din:10724963) who qualifies for being appointed as an Independent Director and in respect of whom the Company has

received a notice in writing under section 160 of the Act from member proposing his candidature for the office of Director, be and is hereby 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 commencing from 02nd September, 2024 to 1st September, 2029.”

“ **RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. **TRANSACTIONS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013**

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and pursuant to the provisions of Regulation 23(4) and all other applicable provisions, if any of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time (hereinafter called “SEBI Listing Regulations”), and the Company’s policy on materiality of Related Party Transaction(s), and all applicable provisions of the Companies Act, 2013 (hereinafter called “the Act”) and Rules made there under, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the consent of the Audit Committee and Board of Directors of the Company vide resolutions passed in their respective meetings held on 2nd September, 2024 and subject to such other approvals, consents, permissions and sanctions of any authorities, as may be necessary, the consent and approval of the Members be and is hereby accorded to the Board of Directors (“the Board” which term shall be deemed to include a Committee of the Board) to enter into arrangements/transactions/contracts with parties as detailed in table in the explanatory statement annexed to this notice with respect to Sale, purchase or supply of goods or materials ,availing or rendering of any services ,appointment of agent for purchase or sale of goods or materials and services or appointment of such parties to any office or place of profit in the company or its subsidiary or associated company or any other transactions of whatever nature for a period of five years which are in the ordinary course of business of the Company and all the terms and conditions including pricing are at arm’s length basis, on such terms and conditions as the Board in its absolute discretion may deem fit.”

“**RESOLVED FURTHER THAT**, the Board of Directors of the company be and is hereby authorized to determine the actual sums to be involved in the transaction, to increase the value of the transactions (up 10%) and to final the terms and conditions including the period of transactions and all other matters arising out of or incidental to the proposed transactions and generally to do all acts deeds and things that may be necessary proper, desirable or expedient and to execute all documents, agreements and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the

aforesaid parties, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving effect to this resolution.”

6. RATIFICATION OF RE-APPOINTMENT OF COST AUDITOR

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 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs.40,000/- (Rupees Forty Thousand only) be paid to M/s. V.M. PATEL & ASSOCIATES, (Firm Registration No. 101519), the Cost Auditors, re-appointed by the Board in which RP was chaired the meeting of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025, be and is hereby ratified.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office:

504, Trividh Chambers
Opp. Fire Station,
Ring Road, Surat-395 002

Place : Surat

Date : 2nd September, 2024

By order of the Board of Directors

Sd/-

Anil Kumar Jain
Company Secretary

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 10/2022 dated December 28, 2022 read with General Circular No. 20/2020 dated May 5, 2020, and General Circular No. 02/2022 dated May 5, 2022 (collectively referred to as “MCA Circulars”) and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 have granted certain relaxations to Body Corporates and thus permitted the holding of Annual General Meeting(s) (“AGM”) of the companies upto September 30, 2023 through VC/OAVM viz. without the physical presence of the Members at a common venue. Hence in compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA /SEBI Circulars, as applicable, the AGM of the Company is being held through VC / OAVM (viz. e-AGM).
2. In terms of SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023, the requirement of sending Annual report and Proxy forms to holders of securities as per provisions of Section 105 of the Act read with Regulation 44(4) of SEBI LODR, has been dispensed with. Therefore, the facility to appoint proxy by the members will not be available and consequently, Proxy Form, Attendance Slip and Route Map are not annexed to this Notice conveying the 36th AGM of the Company.

3. Since the AGM will be held through VC / OAVM (viz. e-AGM), the Route Map for venue of AGM is not annexed to the Notice. The Deemed Venue of the 36th AGM of the Company shall be its Registered Office.
4. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. The relative explanatory statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the meeting is annexed.
6. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Corporate members intending to authorise their representatives to participate and vote at the AGM are requested to send a duly certified copy of the board resolution authorizing their representatives to attend and vote on their behalf at the AGM.
7. The Members can join AGM in the VC/OAVM mode 15 (Fifteen) minutes before 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 at least 1000 members on first come first served basis.
8. Members desirous of seeking information in respect of Accounts of the Company are requested to send their queries to corporate@sumeetindustries.com on or before Saturday, 26th September, 2024 before 2.00 P.M.
9. The Register of Directors and Key Managerial Personnel of the Company and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act and all other documents referred to in the Notice will be available for inspection in the electronic mode upto the date of AGM of the Company. Members seeking to inspect such documents can send the e-mail to corporate@sumeetindustries.com.
10. The Register of Members of the Company will remain closed from Tuesday, 24th September 2024 to Monday, 30th September 2024 (both days inclusive).
11. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through Bigshare i-Vote E-Voting System in respect of the business to be transacted at 36th AGM of the company. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by E-Voting portal (i-vote) by Bigshare Services (P) Ltd. Members of the Company holding shares either in physical form or in dematerialized form, as on the Cut-Off date i.e. Saturday, 21st September 2024, may cast their vote either by remote e-voting as well as e-voting system as on date of AGM. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
12. The information with respect to voting process and other instructions regarding e-voting are detailed in Note no. 23.
13. In compliance with the aforesaid MCA Circular dated December 28, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, Notice of the AGM along with Annual Report (comprising Financial Statements) for the Financial Year 2023-24, is being sent only through

electronic mode to those Members whose email address(es) are registered with the Company / Depositories / R&T Agent. Members may note that the Notice and Annual Report for Financial Year 2023-24 will also be available on the Company's website www.sumeetindustries.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Bigshare, CDSL and NSDL.

14. The Company has appointed Dhirren R. Dave & Co., Company Secretaries (UIN No. P1996GJ002900) as the Scrutinizer to scrutinize the voting during the meeting and remote e-voting process, in a fair and transparent manner.
15. The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.
16. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in Form No. IEPF-5 available on www.iepf.gov.in. The Company has uploaded the information in respect of the unclaimed dividends/Shares on its website www.sumeetindustries.com.
17. In the year 2018-19, the Company has transferred 1296302 equity shares to the demat account of IEPF Authority.
18. The Securities and Exchange Board of India (SEBI) vide circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 and circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, inter alia mandated furnishing of PAN, email address, mobile number, bank account details, specimen signatures and nomination by shareholders holding shares in physical form and also mandated that any service request shall be entertained only upon registration of the PAN, Bank details and the nomination. SEBI has further directed that the folios wherein any one of the above cited document/details are not available on or after October 01, 2023, shall be frozen by the RTA. It is further directed that the dividend, if any, shall be paid only through electronic mode w.e.f. April 01, 2024.

Bigshare Services Pvt Ltd, Registrar of the Company has sent reminders by sending physical letters/e-mail to all the shareholders of the Company holding shares in physical form in this regard from time to time as per SEBI guidelines requesting them to furnish the required documents/details within due timelines.

19. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation/variation in nomination in the prescribed Form SH-14 with the Company's RTA. Format of Forms are available on the website of the company and be accessed at <https://www.sumeetindustries.com/index.php/investor-forms>.

In respect of shares held in demat form; the nomination form may be filed with the respective Depository Participant.

20. With a view to conserve natural resources, we request Members to update and register their email addresses and Mobile Number with their Depository Participants (DPs) or with the Company, as the case may be, to enable the Company to send communications including Annual Report, Notices, Circulars, etc. electronically. Members holding shares in Physical mode may register their email id by providing necessary details like Folio Number, Name of Member(s) and self-attested scanned copy of PAN card or Aadhar Card by email to info@bigshareonline.com or by clicking the link: <https://www.bigshareonline.com/ForInvestor.aspx>.
21. Members holding shares in Physical mode have to update in Bank Account Details by clicking the link: <https://www.bigshareonline.com/ForInvestor.aspx>
 - a. Name and Branch of the Bank in which you wish to receive the dividend
 - b. Type of Bank Account
 - c. Bank Account Number
 - d. 9 digit MICR Code Number
 - e. 11 digit IFSC Code
 - f. Scanned copy of the cancelled cheque bearing the name of the first shareholder.
22. The helpline number regarding any query/assistance for participation in the AGM through VC/OAVM is 1800 22 54 22.
23. Voting process and instruction regarding remote e-voting:
 - i. The voting period begins on Friday, 27th September, 2024 at 9:00 A.M. IST and ends on Sunday, 29th September, 2024 at 5:00 P.M. IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date (Record date) of Saturday, 21/09/2023 may cast their vote electronically. The e-voting module shall be disabled by Bigshare Services 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.

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.

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given under:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period 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. BIGSHARE, 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 link www.cdslindia.com home page. 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with NSDL	<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.nsd.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 BIGSHARE and you will be re-directed to i-Vote 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.nsd.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 BIGSHARE and you will be redirected to i-Vote 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	<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
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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 022- 23058738 and 22-23058542-43.
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

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

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

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

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

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

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

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

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

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.

- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

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

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

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

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

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

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

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

 - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.

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

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

4. Procedure for joining the AGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.
- For joining virtual meeting, you need to click on “**VC/OAVM**” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM are as under:-

- The Members can join the AGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be 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 in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

EXPLANATORY STATEMENTS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**ITEM NO. 2**

Pursuant to the implementation of the approved Resolution plan, the Monitoring Committee on its meeting held on July 30, 2024 invited Mr. Radheshyam Jaju to be appointed as an Additional Executive Director on the Board of the Company and accordingly Mr. Radheshyam Jaju has been appointed as an Executive Director of the company with effect from 05th August, 2024.

Mr. Radheshyam Jaju is the Chairman of "Eagle Group" (Successful Resolution Applicant) of this company. Based on the recommendation of the Monitoring Committee and keeping in view his rich and wide experience, the Board of Directors at their meeting held on 2nd September, 2024 had approved the appointment of Mr. Radheshyam Jaju as the Chairman of the Company in the capacity as Executive Director, subject to the approval of the members of the Company for the period commencing from 05th August, 2024 to 4th August 2029 on such terms and conditions and remuneration as set out in the resolution.

Mr. Radheshyam Jaju is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The remuneration i.e., Salary, Commission, Perquisites and Allowances and other benefits of Mr. Radheshyam Jaju has been fixed in accordance with Part II, Section III (b) (iii), of the Schedule V of the Companies Act, 2013 (Remuneration payable by companies having no profit or inadequate profit in certain special circumstances) which states that the Company in relation to which a resolution plan has been approved by the National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016, may pay any remuneration to its managerial persons, for a period of five years from the date of such approval. The terms and conditions and remuneration as mentioned here in below :-

1. **Period:** 5 Years with effect from 5th August 2024 to 4th August, 2029

2. **Remuneration:**

I. **Basic Salary:** Rs.5,00,000/- Per month up to maximum of Rs. 8,00,000/- Per Month.

II. **Perquisites:**

- i. Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation or house rent and maintenance allowance (in case residential accommodation is not provided by the Company) of 60% of the salary per annum or such other suitable amount as may be decided by the Board of Directors.
- ii. Reimbursement of hospitalization and actual medical expenses incurred as per the rules of the Company (this includes Mediclaim Insurance Premium).
- iii. Car facility and telecommunication facility as per the rules of the Company.
- iv. Reimbursement of actual travelling expenses for proceeding on leave once in a year in respect of self and family.

- v. Reimbursement of membership fees subject to maximum of two clubs, including admission and life membership fees.
- vi. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity as per the rules of the Company.
- vii. Payment of premium in respect of personal accident policy which shall not exceed Rs.1,00,000/- per annum.
- viii. Leave as per Company's rules. Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisite.
- ix. Reimbursement of entertainment expenses, travelling and all other expenses, actually and properly incurred for the purpose of the Company's business.
- x. No sitting fees shall be paid for attending the meeting of the Board of Directors or Committee thereof.

3. Minimum remuneration

Notwithstanding anything to the contrary contained herein, where, in any financial year during the tenure of Mr. Radheshyam B. Jaju , the Company has no profits or its profits are inadequate, the Company will pay remuneration to the maximum as laid down in Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration. As the terms of appointment and the remuneration proposed are in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act.

Except Mr. Pratik R. Jaju, none of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said Special Resolution, save and except as shareholder to the extent of their shareholding in the Company. The Board commends the Ordinary Resolution set out at Item No.2 of the Notice for approval by the members.

ITEM NO. : 3

Pursuant to the implementation of the approved Resolution plan, the Monitoring Committee on its meeting held on July 30, 2024 Invited Mr. Pratik R. Jaju to be appointed as an Additional Executive Director on the Board of the Company and accordingly Mr. Pratik R. Jaju has been appointed as an Executive Director of the company with effect from 05th August , 2024.

Mr. Pratik R. Jaju is Director in various group companies falling under "Eagle Group" (Successful Resolution Applicant) of this company. Based on the recommendation of the Monitoring Committee and and keeping in view his rich and wide experience in textiles , the Board of Directors at their meeting held on June 29, 2020 had approved the appointment of Mr. Pratik R. Jaju as Managing Director of the Company in the capacity as Executive Director, subject to the approval of the members of the Company for the period commencing from 05th August, 2024 to 4th August 2029 on such terms and conditions and remuneration as set out in the resolution.

Mr. Pratik R. Jaju is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

The remuneration i.e., Salary, Commission, Perquisites and Allowances and other benefits of Mr. Pratik R. Jaju has been fixed in accordance with Part II, Section III (b) (iii), of the Schedule V of the Companies Act, 2013 (Remuneration payable by companies having no profit or inadequate profit in certain special circumstances) which states that the Company in relation to which a resolution plan has been approved by the National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016, may pay any remuneration to its managerial persons, for a period of five years from the date of such approval . The terms and conditions and remuneration as mentioned here in below : -

1. **Period:** 5 Years with effect from 5th August 2024 to 4th August, 2029

2. **Remuneration:**

III. **Basic Salary:** Rs.5,00,000/- Per month up to maximum of Rs. 8,00,000/- Per Month.

IV. **Perquisites:**

- xi. Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation or house rent and maintenance allowance (in case residential accommodation is not provided by the Company) of 60% of the salary per annum or such other suitable amount as may be decided by the Board of Directors.
- xii. Reimbursement of hospitalization and actual medical expenses incurred as per the rules of the Company (this includes Mediclaim Insurance Premium).
- xiii. Car facility and telecommunication facility as per the rules of the Company.
- xiv. Reimbursement of actual travelling expenses for proceeding on leave once in a year in respect of self and family.
- xv. Reimbursement of membership fees subject to maximum of two clubs, including admission and life membership fees.
- xvi. Contribution to Provident Fund, Superannuation Fund or Annuity Fund and Gratuity as per the rules of the Company.
- xvii. Payment of premium in respect of personal accident policy which shall not exceed Rs.1,00,000/- per annum.
- xviii. Leave as per Company's rules. Encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisite.
- xix. Reimbursement of entertainment expenses, travelling and all other expenses, actually and properly incurred for the purpose of the Company's business.
- xx. No sitting fees shall be paid for attending the meeting of the Board of Directors or Committee thereof.

3. Minimum remuneration

Notwithstanding anything to the contrary contained herein, where, in any financial year during the tenure of Mr. Pratik R. Jaju, the Company has no profits or its profits are inadequate, the Company will pay remuneration to the maximum as laid down in Section II of Part II of Schedule V to the Companies Act, 2013 as minimum remuneration. As the terms of re-appointment and the remuneration proposed are in conformity with the relevant provisions of the Companies Act, 2013, read with Schedule V to the said Act.

Except Mr. Radheshyam B. Jaju, none of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said Special Resolution, save and except as shareholder to the extent of their shareholding in the Company. The Board commends the Special Resolution set out at Item No.3 of the Notice for approval by the members

ITEM NO. : 04

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed that Ms. Ankita Siddharth Shah (Din:10724963) be appointed as an Independent Director on the Board of the Company for period of 5 years, not liable to retire by rotation, commencing from 02/09/2024 to 01/09/2029.

Ms. Ankita Siddharth Shah holds office only up to the date of this Annual General Meeting. The appointment of Ms. Ankita Siddharth Shah (Din:10724963) shall be effective upon approval by the members in the Meeting. She is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has received a declaration from her that she meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, she fulfils the conditions for her appointment as an Independent Director as specified in the Act and the Listing Regulations. She is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Ms. Ankita Siddharth Shah are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings("SS-2"), issued by the Institute of Company Secretaries of India. None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board commends the Ordinary Resolution set out at Item No.4 of the Notice for approval by the members.

ITEM NO. : 05

Your Company is engaged in the business of manufacturing of Polyester Chips and Polyester Yarns since around three decades. The company has been taken over by "Eagle Group" (Successful Resolution Applicant) of the company and accordingly management of the company has been taken over by Promoters of ".Eagle group ".

In line with the above objective and in the best interest of the Company, the present management of the Company has been entering into in the ordinary course of business and at arms' length basis as selling/buying/trading products from below mentioned is a " Related Pary" within the meaning of Section 2(76) of the Act .

The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Regulations) provides for obtaining approval of the Shareholders for entering into material related party transactions as provided therein. Further, in terms of the provisions of Section 188 (1) of the Companies Act, 2013 read with Rules framed thereunder, for entering into related party transactions where the transaction value exceed the thresholds prescribed, prior approval of the Members by way of Ordinary Resolution is required.

Material Related Party Transaction means transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity. The Company proposes to enter into transaction with related parties as provided below, from time to time, at the agreed terms of the transactions between the parties. The brief details of which are provided herein below

Name(s) of the Related Party	Eagle Fibers Limited	Eagle Fashion Pvt. Limited
Name of Director(s) or KMP who is/are related	Shailesh G.Jaju, Sri Vallabh S. Bhandari and Radheshyam B. Jaju, Directors of the company are relative of KMP (Executive Director)	Radheshyam B.Jaju, Amit G. Jaju, Manish G. Jaju , Directors of the company are relative of KMP (Executive Director)
Nature of relationship	Buyers, Sellers & Traders	Buyers, Sellers & Traders
Material terms of the contracts/arrangements/ transactions	Buying , Selling , Transfer or receipt of Products , materials , services or any Financial obligations	Buying , Selling , Transfer or receipt of Products , materials , services or any Financial obligations
Period for which shareholders' approval is sought for the transactions	Up to 31 st March, 2029	Up to 31 st March, 2029
Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 400.00 Crores	Rs. 50.00 Crores
Are the transactions in the ordinary course of business	Yes	Yes
Are the transactions on an arm's length basis	Yes	Yes
Date(s) of approval by the Audit Committee: Board Meeting:	02.09.2024 02.09.2024	02.09.2024 02.09.2024
Amount paid as advances, if Any	The contract on continuous basis and company will take or give advances/ loans as per market situations	The contract on continuous basis and company will take or give advances/ loans as per market situations
Any other information relevant or important for the members to make a decision on the proposed transactions	None	None

Name(s) of the Related Party	Eagle Yarn Pvt. Limited	Eagle Sizers	JPB Fibers
Name of Director(s) or KMP who is/are related	Pratik R. Jaju, Shailesh G.Jaju, Vedant Jaju and	Radheshyam B. Jaju, Hemlata S. Bhandari, Kavita S. Bhandari,	Amit G. Jaju, Sri Vallabh S. Bhandari, Anubha

	Sanjay Bhandari , Directors of the company are relative of KMP (Executive Director)	Sudha R. Jaju, Preksha A. Jaju are partners of the firm are relative of KMP (Executive Director)	A. Bhandari, Pratik R. Jaju, Anoop R. Jaju, partners of the firm are relative of KMP (Executive Director)
Nature of relationship	Buyers, Sellers & Traders	Buyers, Sellers & Traders	Buyers, Sellers & Traders
Material terms of the contracts/arrangements/ transactions	Buying, Selling , Transfer or receipt of Products , materials , services or any Financial obligations	Buying, Selling, Transfer or receipt of Products , materials , services or any Financial obligations	Buying, Selling , Transfer or receipt of Products , materials , services or any Financial obligations
Period for which shareholders' approval is sought for the transactions	Up to 31 st March, 2029	Up to 31 st March, 2029	Up to 31 st March, 2029
Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 50.00 Crores	Rs. 50.00 Crores	Rs. 50.00 Crores
Are the transactions in the ordinary course of business	Yes	Yes	Yes
Are the transactions on an arm's length basis	Yes	Yes	Yes
Date(s) of approval by the Audit Committee: Board Meeting:	02.09.2024 02.09.2024	02.09.2024 02.09.2024	02.09.2024 02.09.2024
Amount paid as advances, if Any	The contract on continuous basis and company will take or give advances/ loans as per market situations	The contract on continuous basis and company will take or give advances/ loans as per market situations	The contract on continuous basis and company will take or give advances/ loans as per market situations
Any other information relevant or important for the members to make a decision on the proposed transactions	None	None	None

ITEM NO. : 06

As the members are aware, in terms of Section 148 of the Companies Act, 2013 and Rule 3A and Rule 4 of Companies (Cost Records and Audit) Rules, 2014, the Company is required to appoint a Cost Auditor to conduct Audit of the cost records of the Company.

M/s. V.M. PATEL & ASSOCIATES, Cost Auditor (Firm Registration No. 101519) have been appointed as the Cost Auditors of the Company for the Financial Year 2024-25 by the Board in which RP was Chaired the meeting on dated 28th May, 2024 and has fixed remuneration of Rs. 40,000/- (Rupees Forty Thousand only) exclusive of applicable Tax/GST and out-of-pocket expenses. In terms of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the proposed remuneration of the Cost Auditors as fixed by the Board is required to be ratified by the members.

None of the Directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested, financially or otherwise, in this Resolution

Additional information as required under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2 notified under Section 118 (10) of the Companies Act, 2013 are as under:

Name of the Director	Mr. Radheshyam B. Jaju	Mr. Pratik R. Jaju	Ms. Ankita Siddharth Shah
Category	Executive Director	Executive Director	Independent Director
DIN	00789902	01899119	10724963
Date of Birth & Age	30-04-1955, Age:69	23-12-1987, Age :37	27-01-1988 , Age : 36
Nationality	Indian	Indian	Indian
Date of Appointment on the Board	05-08-20024	05-08-20024	02-09-2024
Appointment / Re-Appointment	Appointment	Appointment	Appointment
Qualifications /Expertise and Experience	B.Com / 35 Years of experience	MBA / 10 Years of experience	MBA (Finance) / 13 Years of experience
Experience & Nature of expertise in specific functional areas	Mr. Radheshyam B. Jaju has an experience of more than 40 years spearheaded Eagle Group right from nascent stages. He has been instrumental the driving force behind expansion of business career for the growth this group. He possesses extensive industry knowledge which has helped in the growth of the group and staggering 35 years of experience in the nylon, spinning, ginning, texturing, weaving etc. segments of textile industry. His key role to look overall marketing, raw material procurement and business networking of group	Mr. Pratik R. Jaju has experience of more than 10 years. After the completion of his post-graduation, he joined a family based business. Presently he is actively involved and assisting in the business of various companies / firm of Eagle Group. He looks after at the production, operations and marketing related issues in group companies/firm on day to day basis.	Ankita Siddharth Shah, a MBA (Finance) from Mumbai University is currently working as a Vice President Equity Research Analyst with Elara Capital and has 13 years of experience in Capital Markets. She actively covers multiple sectors and has also worked on Investment Banking transactions in the past. She has also good knowledge in Project and Banking finance.
Remuneration last drawn	Nil	Nil	Nil
Relationship with other Directors & KMP	Mr. Pratik R. Jaju, Director of the Company is Borthor' son	Mr. Radheshyam B. Jaju, Director of the Company is father's brother	Not related to any Director/KMP
Number of Board meetings attended	Nil	Nil	Nil

during the year			
Directorship in other Public Limited companies	Nil	Nil	Nil
Chairman/member of the committee of the Board	Nil	2 (Member)	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the Board along with listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
Listed entities in which he has resigned in the past three years	Nil	Nil	Nil
Number of Equity Shares held in the company as on March 31, 2024	Nil	Nil	Nil
Terms and conditions of appointment	As per resolution at item no. 2 of this Notice, read with the Explanatory statement thereto	As per resolution at item no. 3 of this Notice, read with the Explanatory statement thereto	As per resolution at item no. 4 of this Notice, read with the Explanatory statement thereto
Number of meetings of the Board attended during the financial year 2023-24	Nil	Nil	Nil
Details of remuneration to be proposed	As approved by the Nomination & Remuneration Committee / Board from time to time within the overall remuneration as stated in the regulation and approved by the shareholders.	As approved by the Nomination & Remuneration Committee/ Board from time to time within the overall remuneration as stated in the regulation and approved by the shareholders.	Sitting Fees to be paid as passed in the Board meeting and Reimbursement of actual expenses

Disclosure as required under schedule V of the Companies Act, 2013 is given as under:

General Information:

1. Nature of Industry

Manufacturer and Exporter of Polyester Chips and Polyester Yarns

2. Date or expected date of commencement of commercial production

Not applicable. The Company is an existing company.

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not applicable. The Company is an existing company.

4. Foreign investments or collaborators, if any

There are no foreign collaborators.

The Company is listed on BSE and NSE. The foreign investment in the Company as on 31.07.2024 is 2.481%

5. Financial Performance

(Rs. In Lacs)			
Financial Parameters	31.03.2024	31.03.2023	31.03.2022
Turnover	98485.70	103312.41	89350.44
Profit before Depreciation, Interest and Tax	(3953.99)	(2920.35)	5519.52
Net profit /Loss for the year	(5901.15)	(5872.17)	291.38

Information about the Appointees

1. Brief profile of Mr. Radheshyam B. Jaju:

Mr. Radheshyam B. Jaju has an experience of more than 40 years spearheaded Eagle Group right from nascent stages. He has been instrumental the driving force behind expansion of business career for the growth this group. He possesses extensive industry knowledge which has helped in the growth of the group and staggering 35 years of experience in the nylon, spinning, ginning, texturing, weaving etc. segments of textile industry. His key role to look overall marketing, raw material procurement and business networking of group

Mr. Pratik R. has experience more than 10 years. After the completion of his post-graduation, he joined a family based business. Presently he is actively involved and assisting in the business of various companies / firm of Eagle Group. He looks after at the production, operations and marketing related issues in group companies/firm on day to day basis.

2. Past remuneration

The remuneration paid to Mr. Radheshyam Jaju and Mr. Pratik R. Jaju for the financial year 2023-2024 was nil.

3. Recognition or awards: N.A

4. Job profile and his suitability

Mr. Radheshyam B. Jaju as an Executive Director cum Chairman of the Company, is entrusted with substantial powers of the management and is responsible for the general conduct and management of the business and affairs of the Company, subject to the superintendence, control and supervision of the Board of Directors of the Company. In view of wide and varied experience and strategic vision as well as operational expertise, they will be pivotal for the company's next phase of growth and success.

Mr. Pratik R. Jaju as an Executive Director cum Managing Director of the Company shall be responsible for the day to day operation and managing the affairs of the Company under the superintendence, guidance and control of the Board. He is also responsible for production planning and marketing the products of the company.

5. Remuneration proposed

The remuneration details are provided in the resolution and explanatory statement given in the notice.

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person

Taking into consideration the size of the Company, the profile of Mr. Radheshyam B. Jaju and , and Mr. Pratik R. Jaju , Executive Directors of the company and the responsibilities shouldered on him and the industry bench marks, the proposed remuneration is reasonable, justified and commensurate with the remuneration packages paid is in line with industry standard in India.

7. Pecuniary relationship directly or indirectly with company or relationship with the managerial personnel or other director, if any

Mr. Radheshyam B. Jaju is the Uncle of Mr. Pratik Jaju (Brother's son). Except this he has no relationship with any of the Directors or with Key Managerial Personnel of the Company.

Other Information

Hon'ble National Company Law Tribunal, Ahmedabad Bench vide Order dated December 20, 2022 appointed Interim Insolvency Resolution Professional (IRP), ordering commencement of CIRP and Hon'ble National Company Law Tribunal vide its dated July 17, 2024 approved the Resolution Plan submitted by the Successful Resolution Applicant (Eagle Group) for the Company, effect of which shall be taken in the books upon fulfilment of conditions precedent as per the plan. The company has been taken over by new management of the Successful Resolution Applicant

During the year 2024-25, the company has incurred consolidated loss of Rs. -5901.15 Crores. The new management of the Company is planning to take appropriate steps to ensure profitability in future. The company is also initiating various measures towards achieving organisational and operating efficiencies and strengthening core competencies. The key focus areas would be profit maximization, optimisation of operational efficiencies, cost and working capital containment.

Expected increase in productivity and profit in measurable terms:

The Company expects that the improvement in the demand of polyester yarns will enable increase in production levels and profitability. The new management continues to be optimistic towards the external economic environment and expects polyester yarns demand to become more consistent and robust in the current financial year.

Registered Office:

504, Trividh Chambers
Opp. Fire Station,
Ring Road, Surat-395 002

Place: Surat

Date: 2nd September, 2024

By order of the Board of Directors (under CIRP)

**Sd/-
Anil Kumar Jain
Company Secretary**

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