

Regd. Off.: Plot No. 63-B, Danudyog Sahakari Sangh Ltd., Village Piparia, Silvassa - 396 230, U.T. of Dadra & Nagar Haveli, India.
Tel: +91 (0260) 299 1068 • Email: bluechiptex@gmail.com • Website: www.bluechiptexindustrieslimited.com • CIN : L17100DN1985PLC005561,
Corp. Off.: 15 - 17, Maker Chambers - III, 1st Floor, Jammalal Bajaj Road, Nariman Point, Mumbai - 400 021, Maharashtra, India. Tel: +91 (022) 4353 0400

Date: 27th January, 2023

To,
Dept. of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code: 506981

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

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith a copy of the Postal Ballot Notice dated 27th January, 2023 together with the Explanatory Statement thereto, seeking approval of the Members of Blue Chip Tex Industries Limited ("the Company") on the following item of special business, by means of electronic voting (Remote e-Voting) in compliance with the relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities & Exchange Board of India ("SEBI") in this regard:

Sr.no	Particular	Type of Resolution
1	To approve the re-appointment of Mr. Rohit P. Bajaj (DIN: 08646838) as a Non-Executive Independent Director of the Company.	Special Resolution

In compliance with the applicable circulars, the Postal Ballot Notice will be sent to all Members whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose email address is registered with Depositories, Company and/or Bigshare Services Private Limited ("RTA") as on 3rd February, 2023 (cut-off date). The Postal Ballot Notice is also being uploaded on the Company's website www.bluechiptexindustrieslimited.com.

The Board of Directors have appointed Mr. Pramod S. Shah, Partner at M/s Pramod S. Shah & Associates, Practicing Company Secretaries (Membership no. F-334 / CP No. 3804), as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and he has communicated his willingness to be appointed and be available for the said purpose.

Regd. Off.: Plot No. 63-B, Danudyog Sahakari Sangh Ltd., Village Piparia, Silvassa - 396 230, U.T. of Dadra & Nagar Haveli, India.

Tel: +91 (0260) 299 1068 • Email: bluechiptex@gmail.com • Website: www.bluechiptexindustrieslimited.com • CIN : L17100DN1985PLC005561,

Corp. Off.: 15 - 17, Maker Chambers - III, 1st Floor, Jamnalal Bajaj Road, Nariman Point, Mumbai - 400 021, Maharashtra, India. Tel: +91 (022) 4353 0400

The Company has engaged CDSL for facilitating Remote e-Voting to enable the Members to cast their votes electronically. The Remote e-Voting on the resolution set out in the Postal Ballot Notice shall commence on Wednesday, 8th February, 2023 at 9:00 A.M. IST and shall end on Thursday, 9th March, 2023 at 5:00 P.M. IST. The Postal Ballot Notice is also being uploaded on the website of CDSL at <https://www.evotingindia.com/noticeResults.jsp>.

The result of the Postal Ballot along with the Scrutinizer's Report will be displayed on the Company's website at www.bluechiptexindustrieslimited.com, on the website of CDSL at www.evotingindia.com and shall be communicated to the Stock Exchange where the Company's shares are listed i.e. BSE Limited at www.bseindia.com, on or before Saturday, 11th March, 2023.

The Calendar of events for the proposed postal ballot process is as follows:

Sr.no	Particulars	Date
1	Date on which consent is given by the Scrutinizer	21.01.2023
2	Date of Board Resolution authorizing the Director(s) and the Company Secretary to be responsible for the entire Postal Ballot process	27.01.2023
3	Date of appointment of the Scrutinizer	27.01.2023
4	Record Date for determining members to whom Postal Ballot Notice is to be sent	03.02.2023
5	Date of completion of dispatch of Notice	06.02.2023
6	Date of publishing Advertisement in Newspaper	07.02.2023
7	Date of Commencement of Voting by Electronic Mode	08.02.2023
8	Last date for Voting by Electronic Mode	09.03.2023
9	Date on which Resolution will be deemed to be passed	09.03.2023
10	Date of submission of the Report by the Scrutinizer	On or before 11.03.2023
11	Date of declaration of the result	On or before 11.03.2023
12	Last date of signing of Minutes	08.04.2023

This is for your information and appropriate dissemination.

Yours truly,

For Blue Chip Tex Industries Limited

Shahin N. Khemani
Managing Director
DIN: 03296813

Encl: As above

Regd. Off.: Plot No. 63-B, Danudyog Sahakari Sangh Ltd., Village Piparia, Silvassa - 396 230, U.T. of Dadra & Nagar Haveli, India.
Tel: +91 (0260) 299 1068 • Email: bluechiptex@gmail.com • Website: www.bluechiptexindustrieslimited.com • CIN : L17100DN1985PLC005561,
Corp. Off.: 15 - 17, Maker Chambers - III, 1st Floor, Jarnalal Bajaj Road, Nariman Point, Mumbai - 400 021, Maharashtra, India. Tel: +91 (022) 4353 0400

POSTAL BALLOT NOTICE

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

Dear Member(s)

NOTICE is hereby given that pursuant to the provisions of Section 110 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force and guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), Government of India, for holding General Meetings / conducting Postal Ballot process through electronic voting (Remote e-Voting) vide General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022 and 11/2022 dated 28th December, 2022 (the "MCA Circulars") and any other applicable laws and regulations, the following item of special business is proposed to be passed by the Members of Blue Chip Tex Industries Limited (the "Company") through Postal Ballot via Remote e-Voting.

Item no. 1: To approve the re-appointment of Mr. Rohit P. Bajaj (DIN: 08646838) as a Non-Executive Independent Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Companies (Appointment and Qualification of Directors), Rules, 2014, and Regulation 17 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') as amended from time to time, Mr. Rohit P. Bajaj (DIN: 08646838), who was appointed as a Non-Executive Independent Director of the Company at the 35th Annual General Meeting of the Company and who holds office upto 5th January, 2023, and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) years commencing from 6th January, 2023 to 5th January, 2028.

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, desirable and expedient for giving effect to this Resolution."

**By order of the Board of Directors
For Blue Chip Tex Industries Limited**

Place: Mumbai
Date: 27th January, 2023

**Shahin N. Khemani
Managing Director
DIN: 03296813**

Registered Office:

Plot no. 63-B, Danudyog Sahakari Sangh Limited,
Village Piparia, Silvassa, U.T. of Dadra & Nagar Haveli- 396 230.

Notes:

1. The Explanatory Statement pursuant to Section 102 read with section 110 of the Act, setting out all material facts and reasons for the proposed resolution is annexed hereto.
2. All the material documents referred to in this notice, shall be available for inspection through electronic mode from 8th February, 2023 to 9th March, 2023. Members who wish to inspect the documents are requested to send an email at bluechiptex@gmail.com.
3. The Board of Directors of the Company have appointed Mr. Pramod S. Shah, Partner at M/s Pramod S. Shah & Associates, Practicing Company Secretary (Membership no. F-334 / CP No. 3804) as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and he has communicated his willingness to be appointed and be available for the said purpose.
4. In accordance with the MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("SEBI Listing Regulations"), the Company is sending the Postal Ballot Notice in electronic form only, instead of dispatching hard copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope to the Members for this Postal Ballot.
5. The Postal Ballot Notice is being sent by e-mail to all Members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories, National Securities Depository Limited (the "NSDL") and Central Depository Services (India) Limited (the "CDSL") as on Friday, 3rd February, 2023 (the "Cut-Off Date") and who have registered their e-mail addresses, in respect of electronic holdings, with the Depository through the concerned Depository Participants and in respect of physical holdings, with the Registrar and Share Transfer Agent of the Company, Bigshare Services Private Limited (the "RTA"), in accordance with the provisions of the Act read with the Rules made thereunder and the framework provided under the MCA circulars. Cut-Off Date is for determining the eligibility to vote by electronic means. A person who is not a Member as on the Cut-Off Date should treat this Notice for information only. This Notice is also available at the Company's website: www.bluechiptexindustriesslimited.com and the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.

6. In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations as amended from time to time, read with SEBI circular dated 9th December, 2020 on Remote e-Voting facility provided by listed entities, and the applicable MCA circulars, the Company is pleased to offer Remote e-Voting facility to Members to cast their vote electronically.
7. The Company has engaged CDSL (hereinafter referred to as CDSL or "Service Provider") for facilitating Remote e-Voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form for this Postal Ballot.

8. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The Remote e-Voting period commences on Wednesday, 8th February, 2023 at 9:00 A.M. IST and ends on Thursday, 9th March, 2023 at 5:00 P.M. IST. During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off Date of Friday, 3rd February, 2023, may cast their vote electronically. The Remote e-Voting module shall be disabled by CDSL for voting thereafter and voting shall not be allowed beyond the said date and time. Once the vote on the resolutions is cast by the Member, he/she shall not be allowed to change his/her vote subsequently or cast the vote again.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, Regulation 44 of SEBI Listing Regulations, listed entities are required to provide Remote e-Voting facility to its Members, in respect of all Members resolutions, and individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are advised to update their mobile number and email ID in their demat accounts in order to access Remote e-Voting facility. Pursuant to aforesaid SEBI Circular, login method for Remote e-Voting for Individual Members holding securities in demat mode with CDSL / NSDL is given below:

Type of Members	Login method
Individual Members 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 URLs 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 eVoting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service provider's 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 available on 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

	eVoting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Members 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 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 'Member/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.
Individual Members (holding securities in demat mode) login through their Depository Participants	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's website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Members 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 1800225533.
Individual Members 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

iv. Login method for e-Voting for **Physical Members and Members other than individual holding in Demat form:**

1. The Members should log on to the e-Voting website www.evotingindia.com.
2. Click on "Members" 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) Members 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 and voted on an earlier e-Voting of any Company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

For Physical Members and other than individual Members holding shares in Demat	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat Members as well as physical Members) <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none">• If both the details are not recorded with the depository or Company, please enter the Member id/folio number in the Dividend Bank details field as mentioned in instruction (3).

- v. After entering these details appropriately, click on "SUBMIT" tab.
- vi. Members holding shares in physical form will then directly reach the Company selection screen. However, Members 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.
- vii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- viii. Click on the EVSN for the relevant Company' Name i.e. Blue Chip Tex Industries Limited on which you choose to vote.
- ix. 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.

- x. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xi. 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.
- xii. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xiii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xiv. 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.
- xv. Additional Facility for Non – Individual Members and Custodians –For Remote e-Voting only.
 - Non-Individual Members (i.e. other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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 Members are required 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 at the email address i.e. pramodshah361@gmail.com and to the Company at the email address i.e. bluechiptex@gmail.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- xvi. If the Members have any queries or issues regarding Remote e-Voting from the CDSL e-voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533.
- xvii. In case of any grievances connected with the facility for Remote e-Voting, Members may contact Mr. Rakesh Dalvi, Sr. Manager, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or email helpdesk.evoting@cdslindia.com or call on 1800225533.

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

1. For Physical Members- 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 bluechiptex@gmail.com.
 2. For Demat Members - Please update your email id & mobile no. with your respective Depository Participant (DP)
 3. For Individual Demat Members – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.
10. The Scrutinizer will submit the results of the Remote e-Voting to the Managing Director of the Company or a person authorized by him in writing, after completion of the scrutiny of the e-Voting. The result of the Postal Ballot along with the Scrutinizer's Report will also be displayed on the Company's website www.bluechiptexindustrieslimited.com, on the website of CDSL at www.evotingindia.com and shall be communicated to the Stock Exchange where the Company's shares are listed i.e. BSE Limited at www.bseindia.com, on or before Saturday, 11th March, 2023 and shall be displayed at the Registered Office as well as Corporate Office of the Company.
11. The Resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same was passed at a General Meeting of the Members convened in that regard. The resolution, if approved by the requisite majority of Members by means of Postal Ballot, shall be deemed to have been passed on the last date of Remote e-Voting, i.e. Thursday, 9th March, 2023.

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

Item no. 1:

The Members of the Company in their 35th Annual General Meeting approved the appointment of Mr. Rohit P. Bajaj (DIN: 08646838) as a Non-Executive Independent Director of the Company for a period of three years with effect from 6th January, 2020.

During his tenure as a Non-Executive Independent Director of the Company over the last three years, Mr. Rohit P. Bajaj has contributed immensely in the Board and Committee deliberations.

Based on the recommendations of the Nomination and Remuneration Committee of the Company and pursuant to the performance evaluation of Mr. Rohit P. Bajaj as a Member of the Board and of its Committees, his background, experience and contribution in the Board and Committee deliberations, and that his continued association would be beneficial to the Company, the Board, on 27th January, 2023 proposed to recommend to the Members the re-appointment of Mr. Rohit P. Bajaj as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years effective from 6th January, 2023 to 5th January, 2028. Further, the Company has, in terms of Section 160(1) of the Act, received a notice in writing from a Member proposing the candidature of Mr. Rohit P. Bajaj for the office of Director.

The Company has received from Mr. Rohit P. Bajaj (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Act and (iii) a declaration to the effect that he

meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. Mr. Rohit P. Bajaj has confirmed that he has not been debarred from holding office of a Director by virtue of any Order passed by SEBI or any other such authority. Further, Mr. Rohit P. Bajaj has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as a Non-Executive Independent Director of the Company.

The profile and specific areas of expertise of Mr. Rohit P. Bajaj are provided as annexure to this Postal Ballot Notice.

In the opinion of the Board, Mr. Rohit P. Bajaj is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder read with the provisions of the SEBI Listing Regulations, each as amended, and is independent of the Management of the Company. In terms of Sections 149, 152 and other applicable provisions of the Act, read with Schedule IV of the Act and the Rules made thereunder, and in terms of the applicable provisions of the SEBI Listing Regulations, each as amended, the re-appointment of Mr. Rohit P. Bajaj as a Non-Executive Independent Director of the Company for a second term for a period of five consecutive years commencing from 6th January, 2023 to 5th January, 2028 is being placed before the Members for their approval by way of a Special Resolution. Mr. Rohit P. Bajaj, if re-appointed, will not be liable to retire by rotation. The terms and conditions of re-appointment of Mr. Rohit P. Bajaj as a Non-Executive Independent Director would be made available for inspection to the Members on sending a request along with their DP/Client ID or Folio No. from their registered email address to the Company at bluechiptex@gmail.com.

None of the Director(s) and Key Managerial Personnel of the Company or their respective relatives, except Mr. Rohit P. Bajaj, to whom the Resolution relates, are concerned or interested in the Resolution mentioned in the Postal Ballot Notice. The Board recommends the Resolution set forth in the Postal Ballot Notice for the approval of the Members by way of Special Resolution.

**By order of the Board of Directors
For Blue Chip Tex Industries Limited**

**Shahin N. Khemani
Managing Director
DIN: 03296813**

Place: Mumbai
Date: 27th January, 2023

Registered Office:
Plot no. 63-B, Danudyog Sahakari Sangh Limited,
Village Piparia, Silvassa, U.T. of Dadra & Nagar Haveli- 396 230.

ANNEXURE TO ITEM NO. 1 OF THE NOTICE

Details of the Director seeking appointment/reappointment

[Pursuant to 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard 2 on General Meetings]

Name of the Director	:	Mr. Rohit P. Bajaj (DIN: 08646838)
Date of birth	:	30/09/1990
Nationality	:	Indian
Date of first appointment on the Board	:	06/01/2020
Qualifications & expertise in specific functional area	:	Mr. Rohit holds Bachelor's degree in Commerce from Mumbai University and Master's degree in Business Administration from New York University Stern School of Business. He has seven years of experience in finance. Currently he is Associate Vice President in Ambit Private Limited.
Terms and conditions of appointment / re-appointment	:	As per the Resolution in the Postal Ballot Notice read with explanatory statement thereto, Mr. Rohit is proposed to be re-appointed as a Non-Executive Independent Director of the Company for the second term of five consecutive years.
Remuneration last drawn (including sitting fees, if any)	:	During the financial year 2021-22 sitting fee of Rs. 25,000/- was paid to Mr. Rohit and during the current financial year sitting fee of Rs. 15,000/- was paid till date to Mr. Rohit.
Remuneration proposed to be paid	:	No remuneration other than sitting fee for attending Board Meetings is payable.
Number of shares held in the Company	:	NIL
List of the directorships held in other Companies (Listed or not)	:	NIL
Number of Board Meetings attended during the year	:	He attended all three Board Meetings held during the year.
Chairman/Member in the Committees of the Board of Companies	:	NIL
Relationship between Directors inter-se	:	None

**By order of the Board of Directors
For Blue Chip Tex Industries Limited**

**Shahin N. Khemani
Managing Director
DIN: 03296813**

Place: Mumbai

Date: 27th January, 2023

Registered Office:

Plot no. 63-B, Danudyog Sahakari Sangh Limited,
Village Piparia, Silvassa, U.T. of Dadra & Nagar Haveli- 396 230.